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Appendix A – RFP Schedule

The anticipated RFP Schedule is shown in **Table A-1**. This RFP Schedule is indicative only; any updates or changes will be issued via Addendum.

Table A-1: RFP Schedule

Task	Date
City issues RFP to Proposers	May 10, 2022
Pre-Proposal Conference	Tuesday, June 7, 2022, at 1:00 PM – 4:00 PM
Deadline to request One-on-One Meetings	July 8, 2022
One-on-One Meetings: Technical	Week of July 18, 2022
One-on-One Meetings: Commercial-Financial	Week of July 18, 2022
Deadline to request 2 nd round of One-on-One Meetings	August 25, 2022
2 nd round of One-on-One Meetings	Weeks of August 29, 2022, and September 5, 2022
Deadline for Questions and Clarifications	September 9, 2022
Deadline for final Addendum to the RFP	October 7, 2022
Proposal Due Date	November 8, 2022
Issue Notice of Preferred Proposer(s)	No later than February 24, 2023
Execution of PDA by City and Developer(s)	Expected Q1/Q2, 2023

Appendix B – Summary and Checklist of Proposal Contents

Appendix B contains a checklist of the Proposal submittal requirements. The Proposal will be composed of four volumes: Volume 1 (Administrative Submittals), Volume 2 (Team Proposal), Volume 3 (Technical and Commercial Proposal), and Volume 4 (Financial Proposal).

Each submittal category shown in **Table B-1** shall be self-contained to permit the City to evaluate the relevant aspects of the Proposal. Each volume must include the required items in the order listed, with the correct category headings. Proposers must adhere to the page limits. To minimize duplication of content, Proposers may cross-reference among the submittals as necessary. Any cross-reference should be clearly marked and labeled.

Proposers must prepare the submittals in accordance with the instructions set out in the RFP, including Section 6 (Requirements for Submittal of Proposals) and Section 7 (Evaluation Process and Criteria). The City will review the submittals in accordance with the process described in Section 7 (Evaluation Process and Criteria) of the RFP.

All required forms are provided in Appendix C (Submittal Requirements).

Table B-1: Checklist of Proposal Submittals

Tab/ Section No.	Submittal	Format	Cross-Reference	Check
Volume 1: Administrative Submittals				
Tab 1	Proposal Forms			
1.1	Proposal Letter	Form	Appendix C, Table C-1	<input type="checkbox"/>
1.2	Proposal Security	Form	Appendix C, Table C-1	<input type="checkbox"/>
1.3	Proposer, Major Participant, and Subcontractor Information	Form with attachments	Appendix C, Table C-1	<input type="checkbox"/>
1.4	Executive Summary	Narrative	Appendix C, Table C-1	<input type="checkbox"/>
1.5	Proposal Contents Checklist	Form	Appendix C, Table C-1	<input type="checkbox"/>
1.6	Bidders List	Form	Appendix C, Table C-1	<input type="checkbox"/>
Tab 2	Certifications			
2.1	Ethics Declaration	Form	Appendix C, Table C-1	<input type="checkbox"/>
2.2	General Certifications	Form	Appendix C, Table C-1	<input type="checkbox"/>
2.3	Certification of Prospective Contractor Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion: Primary Covered Transactions	Form	Appendix C, Table C-1	<input type="checkbox"/>
2.4	Certification of Prospective Lower-Tier Participant Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion: Lower-Tier Covered Transactions	Form	Appendix C, Table C-1	<input type="checkbox"/>
2.5	Non-Collusion Affidavit	Form	Appendix C, Table C-1	<input type="checkbox"/>
2.6	Certification of Compliance with Federal Lobbying Requirements (49 CFR Part 20)	Form	Appendix C, Table C-1	<input type="checkbox"/>
2.7	Compliance with 49 CFR Part 655	Form	Appendix C, Table C-1	<input type="checkbox"/>
2.8	Iran Contracting Certification	Form	Appendix C, Table C-1	<input type="checkbox"/>
2.9	DBE Affidavit	Form	Appendix C, Table C-1	<input type="checkbox"/>
Volume 2: Team Proposal				
Tab 1	Development Team and Project Delivery Experience			
1.1	Development Team Structure	Form	Appendix C, Table C-2	<input type="checkbox"/>
1.2	Project Delivery Experience	Form	Appendix C, Table C-2	<input type="checkbox"/>
1.3	Project Understanding	Form	Appendix C, Table C-2	<input type="checkbox"/>
Tab 2	Technical Experience			
2.1	Technical Experience	Form	Appendix C, Table C-2	<input type="checkbox"/>
2.2	Narrative explanation of full technical capability and experience	Narrative	Appendix C, Table C-2	<input type="checkbox"/>
Tab 3	Financial Capacity and Experience			
3.1	Financial Statements of Equity Members	Financial Statements	Appendix C, Table C-2	<input type="checkbox"/>
3.2	Equity Member's Off-Balance Sheet Liabilities	Letter	Appendix C, Table C-2	<input type="checkbox"/>

Tab/ Section No.	Submittal	Format	Cross-Reference	Check
3.3	Equity Member Financial Summary Certification	Form	Appendix C, Table C-2	<input type="checkbox"/>
3.4	Availability of First Risk Loss	Letter	Appendix C, Table C-2	<input type="checkbox"/>
3.5	Project Finance and Investment Experience	Form	Appendix C, Table C-2	<input type="checkbox"/>
3.6	Investment Track Record	Form	Appendix C, Table C-2	<input type="checkbox"/>
Volume 3: Technical and Commercial Proposal				
Tab 1	Transit Solution			
1.1	Summary of Proposed Transit Solution	Form	Appendix C, Table C-3	<input type="checkbox"/>
1.2	System Expansion Capability	Form	Appendix C, Table C-3	<input type="checkbox"/>
1.3	Transit Technology Development Plan	Form	Appendix C, Table C-3	<input type="checkbox"/>
Tab 2	Technology Maturity			
2.1	Technology Maturity	Form	Appendix C, Table C-3	<input type="checkbox"/>
2.2	System Performance Thresholds	Form	Appendix C, Table C-3	<input type="checkbox"/>
Tab 3	Management and Partnering Approach			
3.1	Functional Organizational Chart	Chart	Appendix C, Table C-3	<input type="checkbox"/>
3.2	Approach to Staffing and Resourcing	Form	Appendix C, Table C-3	<input type="checkbox"/>
3.3	PDA Phase 1 Schedule	Schedule	Appendix C, Table C-3	<input type="checkbox"/>
3.4	PDA Phase 1 Management Plan	Form	Appendix C, Table C-3	<input type="checkbox"/>
3.5	Approach to Risk Management	Form	Appendix C, Table C-3	<input type="checkbox"/>
3.6	Approach to Subcontracting	Form	Appendix C, Table C-3	<input type="checkbox"/>
Tab 4	Approach to Community and Environment			
4.1	Approach to Community and Environment	Form	Appendix C, Table C-3	<input type="checkbox"/>
Tab 5	Commercial Concept			
5.1	Commercial Concept	Form	Appendix C, Table C-3	<input type="checkbox"/>
Volume 4: Financial Proposal				
1.1	PDA Cost Cap for PDA Phase 1	Form	Appendix C, Table C-4	<input type="checkbox"/>
1.2	PDA Cost Cap (Design) for Phase 2	Form	Appendix C, Table C-4	<input type="checkbox"/>

Appendix C – Submittal Requirements

Where this Appendix C or any other provision of this RFP refers to a submittal, notice, or form being signed or executed by an “authorized representative” of the Proposer, Major Participant, or other subcontractor, this must be the authorized representative (1) listed in AD Form C (Proposer, Major Participant, and Subcontractor Information) for the Proposer, Major Participant, or other subcontractor; and (2) for whom evidence of authorization has been attached to AD Form C (Proposer, Major Participant, and Subcontractor Information).

C1 Volume 1: Administrative Submittals

Volume 1 (Administrative Submittals) must include the information and comply with the instructions listed in **Table C-1**.

Table C-1: Volume 1: Administrative Submittals

Tab/ Section No.	Administrative Submittals	Required Information and Instructions	Form (if any) or Page Limit	RFP Reference
Tab 1	Proposal Forms			
1.1	Proposal Letter	Submit a Proposal Letter in accordance with the instructions included in the Proposal Letter form, executed by the Proposer (and its members, if applicable) and acknowledged, with certifications, by each Major Participant.	AD Form A, Part C5.1 of Appendix C	Section 7.3 (Evaluation of Administrative Submittals)
1.2	Proposal Security	Submit security in accordance with Section 6.5 (Proposal Security) and Part A and/or Part B (as applicable) of the Proposal Security form.	AD Form B, Part C5.2 of Appendix C	Section 6.5 (Proposal Security) and Section 7.3 (Evaluation of Administrative Submittals)
1.3	Proposer, Major Participant, and Subcontractor Information	Submit AD Form C (Proposer, Major Participant, and Subcontractor Information) in accordance with the instructions included on the form. Complete Part A for the Proposer and Part B for each Major Participant and each other subcontractor listed in its Proposal, in each case executed by its authorized representative. Submit together with all required attachments.	AD Form C, Part C5.3 of Appendix C	Section 7.3 (Evaluation of Administrative Submittals)
1.4	Executive Summary	Submit an Executive Summary in narrative form. The Executive Summary must contain a summary of the key elements of the Proposer's Proposal, including reference to its team structure, relevant capability and experience, and its Project approach. The Proposer must emphasize those elements of its Proposal that, in its opinion, represent significant value to the City and that may distinguish its Proposal from those of others. The Proposer must not include any information regarding price or any other contents of the Proposer's Financial Proposal in the Executive Summary.	2 pages	Section 7.3 (Evaluation of Administrative Submittals)
1.5	Proposal Contents Checklist	Submit a completed Checklist of Proposal Submittals (Table B-1), indicating Proposer's use of the checklist to ensure all required submittals are included in the Proposal.	Appendix B, Table B-1	Section 7.3 (Evaluation of Administrative Submittals)
1.6	Bidders List	Submit AD Form D (Bidders List) in accordance with the instructions included on the form.	AD Form D, Part C5.4 of Appendix C	Section 7.3 (Evaluation of Administrative Submittals)
Tab 2	Certifications			

Tab/ Section No.	Administrative Submittals	Required Information and Instructions	Form (if any) or Page Limit	RFP Reference
2.1	Ethics Declaration	Submit AD Form E (Ethics Declaration) in accordance with the instructions included on the form. Complete a separate form for the Proposer, each Major Participant, and each other subcontractor listed in its Proposal, in each case executed by its authorized representative.	AD Form E, Part C5.5 of Appendix C	Section 4.2 (Improper Conduct and Conflicts of Interest); Section 7.3 (Evaluation of Administrative Submittals)
2.2	General Certifications	Submit AD Form F (General Certifications) in accordance with the instructions included on the form. Complete for the Proposer (executed by its authorized representative).	AD Form F, Part C5.6 of Appendix C	Section 7.3 (Evaluation of Administrative Submittals)
2.3	Certification of Prospective Contractor Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion: Primary Covered Transactions	Submit AD Form G (Certification of Prospective Contractor Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion: Primary Covered Transactions) in accordance with the instructions included on the form. Complete for the Proposer (executed by its authorized representative).	AD Form G, Part C5.7 of Appendix C	Section 7.3 (Evaluation of Administrative Submittals)
2.4	Certification of Prospective Lower-Tier Participant Regarding Debarment, Suspension, Ineligibility and Voluntary Exclusion: Lower-Tier Covered Transactions	Submit AD Form H (Certification of Prospective Lower-Tier Participant Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion: Lower-Tier Covered Transactions) in accordance with the instructions included on the form. Complete a separate form for each Major Participant or other subcontractor listed in its Proposal (executed by its authorized representative) that will enter into a subcontract exceeding \$100,000 in value.	AD Form H, Part C5.8 of Appendix C	Section 7.3 (Evaluation of Administrative Submittals)
2.5	Non-Collusion Affidavit	Submit AD Form I (Non-Collusion Affidavit) in accordance with the instructions included on the form. Complete a separate form for the Proposer (executed by its authorized representative) and any Equity Members (executed by their authorized representatives).	AD Form I, Part C5.9 of Appendix C	Section 4.2.5 (Non-Collusion)
2.6	Certification of Compliance with Federal Lobbying Requirements (49 CFR Part 20)	Submit AD Form J (Certification of Compliance with Federal Lobbying Requirements [49 CFR Part 20]) in accordance with the instructions included on the form. Complete for the Proposer (executed by its authorized representative).	AD Form J, Part C5.10 of Appendix C	Section 7.3 (Evaluation of Administrative Submittals)
2.7	Compliance with 49 CFR Part 655	Submit AD Form K (Certificate of Compliance with 49 CFR Part 655, Prevention of Alcohol Misuse and Prohibited Drug Use in Transit Operations) in accordance with the instructions included on the form. Complete for the Proposer (executed by its authorized representative).	AD Form K, Part C5.11 of Appendix C	Section 7.3 (Evaluation of Administrative Submittals)
2.8	Iran Contracting Certification	Submit AD Form L (Iran Contracting Certification) in accordance with the instructions included on the form. Complete a separate form for the Proposer (executed by its authorized representatives) and each Equity Member (executed by their authorized representatives).	AD Form L, Part C5.12 of Appendix C	Section 7.3 (Evaluation of Administrative Submittals)

Tab/ Section No.	Administrative Submittals	Required Information and Instructions	Form (if any) or Page Limit	RFP Reference
2.9	DBE Affidavit	Submit AD Form M (DBE Affidavit) in accordance with the instructions included on the form. Complete for the Proposer (executed by its authorized representative).	AD Form M, Part C5.13 of Appendix C	Section 7.3 (Evaluation of Administrative Submittals)

C2 Volume 2: Team Proposal

Volume 2 (Team Proposal) must include the information and items listed in **Table C-2**.

Table C-2: Volume 2: Team Proposal

Tab/ Section No.	PDA Proposal Submittal	Required Information and Instructions	Form (if any) or Page Limit	RFP Reference
Tab 1	Development Team and Project Delivery Experience			
1.1	Development Team Structure	Submit TM Form A (Development Team Structure) in accordance with the instructions on that form. The team structure described in this form should be consistent with AD Form C submitted under Volume 1.	TM Form A, Part C6.1 of Appendix C 5 pages	Section 7.4.1(1) (Development Team and Project Delivery Experience)
1.2	Project Delivery Experience	Submit TM Form B (Project Delivery Experience: Reference Projects) in accordance with the instructions on that form (including a supporting narrative for each Reference Project in the table in Part 2 of TM Form B) for a minimum of two and a maximum of four comparable projects (or comparable elements of projects) that demonstrate experience and capability fulfilling the evaluation criteria in Section 7.4.1(1) (Development Team and Project Delivery Experience) of the RFP.	TM Form B, Part C6.2 of Appendix C 1 page limit for each supporting narrative in Part 2 of TM Form B	Section 7.4.1(1) (Development Team and Project Delivery Experience)
1.3	Project Understanding	Submit TM Form C (Project Understanding) in accordance with the instructions on that form.	TM Form C, Part C6.3 of Appendix C 10 pages	Section 7.4.1(1) (Development Team and Project Delivery Experience)
Tab 2	Technical Experience			
2.1	Technical Experience	Submit TM Form D (Technical Experience: Reference Projects) in accordance with the instructions on that form (including a supporting narrative for each Reference Project in the table in Part 2 of TM Form D) for a minimum of four and a maximum of six comparable projects (or comparable elements of projects) that demonstrate experience and capability fulfilling the evaluation criteria in Section 7.4.1(2) (Technical Experience) of the RFP.	TM Form D, Part C6.4 of Appendix C 1 page limit for each supporting narrative in Part 2 of TM Form D	Section 7.4.1(2) (Technical Experience)
2.2	Narrative explanation of full technical capability and experience	Submit a narrative explaining how the Proposer's technical capability and experience presented in the submittal under Section 2.1 of Volume 2 shows that the Proposer has the appropriate capability and experience to successfully manage and deliver the Project.	2 pages	Section 7.4.1(2) (Technical Experience)

Tab/ Section No.	PDA Proposal Submittal	Required Information and Instructions	Form (if any) or Page Limit	RFP Reference
Tab 3	Financial Capacity and Experience			
3.1	Financial Statements of Equity Members	<p>Submit audited financial statements for the three most recent fiscal years for each Equity Member. The financial statements must be audited by a generally recognized certified public accountant firm or unaudited statements if audited statements have not been produced.</p> <p>If financial statements are not prepared in accordance with the Generally Accepted Accounting Principles (GAAP) of the U.S. Securities and Exchange Commission or International Financial Reporting Standards (IFRS), the auditing firm must prepare and submit an explanation of the accounting differences between GAAP or IFRS and the accounting standards used to produce the audited financial statements.</p> <p>If any Equity Members of Proposer intend to receive support from a guarantor, financial statements must be submitted for the guarantor.</p> <p>If any Equity Members of Proposer file reports with the U.S. Securities and Exchange Commission, provide electronic links to the latest 10-K, 10-Q, and 8-K forms. Financial statements must include:</p> <ul style="list-style-type: none"> • Opinion letter (auditor's report) for audited financial statements • Balance sheet • Income statement • Cash-flow statement • Footnotes to the financial statements <p>All financial statements using foreign currency must be converted into U.S. dollars, and the conversion method(s) must be explained in a separate attachment.</p>	Financial Statements	Section 7.4.1(3)(a) (Financial Capacity and Experience)
3.2	Equity Member's Off-Balance Sheet Liabilities	For each Equity Member, submit a letter from their chief financial officer or treasurer (or equivalent position), or their certified public accountant to whom financial information is submitted, identifying all contingent liabilities, including off-balance sheet liabilities that individually exceed \$5m and/or exceed \$25m in the aggregate. If the letter is provided by an individual who occupies a position that is equivalent to the chief financial officer or treasurer, the letter must specifically state that the position is equivalent.	Letter	Section 7.4.1(3)(a) (Financial Capacity and Experience)
3.3	Equity Member Financial Summary Certification	Submit TM Form E (Financial Summary Certification) for each Equity Member providing the requested summary of financial information for the three most recent completed fiscal years. The form must be signed by a chief financial officer, treasurer, or equivalent officer.	TM Form E, Part C6.5 of Appendix C	Section 7.4.1(3)(a) (Financial Capacity and Experience)
3.4	Availability of First Risk Loss	Submit a separate funding letter for each Equity Member. Solely for the purpose of preparing funding letters, Proposers should assume that the	Letter	Section 7.4.1(3)(a) and (b) (Financial Capacity and Experience)

Tab/ Section No.	PDA Proposal Submittal	Required Information and Instructions	Form (if any) or Page Limit	RFP Reference
		<p>total minimum first-loss at-risk capital required for the Project's financial plan by lenders, rating agencies, or the City is \$150m.</p> <p>Each funding letter must comply with the following requirements:</p> <p>Signatory. If the Equity Member is an investment fund, the letter must be signed by the fund's general partner(s). If the Equity Member intends to fund its first-loss at-risk capital through the use of internal resources (e.g., a corporate entity supplying its own capital), the letter must be signed by the chief investment officer, the chief financial officer, the chief executive officer, or equivalent. If the letter is signed by an equivalent officer, the letter must specifically state that the officer's position is equivalent to a chief investment officer, chief financial officer, or chief executive officer.</p> <p>Approval Process. An overview must be provided of the Equity Member's completed-to-date remaining approval process (along with an indicative schedule) required to commit to and fund the required first-loss at-risk capital into the Project. This must include identification and description of any required board, investment committee, or other formal approvals needed, as well as an indicative schedule for securing those approvals, as applicable.</p> <p>Funding Source. If the Equity Member is an investment fund, provide the name and both the ownership and management structure of the investment fund that will provide funds for the first-loss at-risk capital contribution into the Project. An investment fund that is anticipated to be created but does not yet exist, or that has not achieved its initial closing as of the RFP due date, will not be considered. However, the same fund manager will be permitted to substitute one fund for another at a later date, subject to approval by the City.</p> <p>If the Equity Member is any other type of entity, provide details regarding where and how the Equity Member's first-loss at-risk capital will be sourced and a description of how competing allocation and capacity issues are considered between several project opportunities that the Equity Member might be pursuing simultaneously.</p> <p>Investment Capacity. Provide evidence of the Equity Member's investment capacity for the Project. If the Equity Member is an investment fund, provide information about capital amounts already committed or subscribed, remaining commitments yet to be called or subscribed, remaining commitments yet to be called with evidence and anticipated call schedule, and allocation processes for uncommitted funds, as well as whether a reserved allocation for the Project has been established.</p> <p>Investment Criteria. Provide (1) an explanation of why the Project is consistent with the Equity Member's investment policy, goals, and requirements, and an acknowledgment that, based on a preliminary review, the Project is more than likely to meet the investment policy requirements for the Equity Member; and (2) confirmation that the Equity Member is</p>		

Tab/ Section No.	PDA Proposal Submittal	Required Information and Instructions	Form (if any) or Page Limit	RFP Reference
		able to hold its investment in the Project without sale, securitization, or other transfer until a date no earlier than five years following substantial completion of the Project's construction.		
3.5	Project Finance and Investment Experience	Submit TM Form F (Project Finance and Investment Experience) in accordance with the instructions on that form.	TM Form F, Part C6.6 of Appendix C 3 pages	Section 7.4.1(3)(c) and (d) (Financial Capacity and Experience)
3.6	Investment Track Record	Submit TM Form G (Investment Track Record) in accordance with the instructions on that form, describing the experience of Equity Members in participating in transit/transport projects as a first-loss at-risk capital investor.	TM Form G, Part C6.7 of Appendix C	Section 7.4.1(3)(c) and (d) (Financial Capacity and Experience)

C3 Volume 3: Technical and Commercial Proposal

Volume 3 (Technical and Commercial Proposal) must include the information and items listed in Table C-3.

Table C-3: Volume 3: Technical and Commercial Proposal

Tab/ Section No.	PDA Proposal Submittal	Required Information and Instructions	Form (if any) or Page Limit	RFP Reference
Tab 1	Transit Solution			
1.1	Summary of Proposed Transit Solution	Submit TS Form A (Summary of Proposed Transit Solution) in accordance with the instructions on that form. This content is intended to provide an overall description of the type of Transit Solution proposed for the Project. A design of the Transit Infrastructure and/or the Transit Technology's Major Subsystems tailored to the Project is not a required submittal for this RFP.	TS Form A, Part C7.1 of Appendix C 20 pages including diagrams, graphics, and/or images	Section 7.4.2.2(1) (Transit Solution)
1.2	System Expansion Capability	Submit TS Form B (System Expansion Capability) in accordance with the instructions on that form.	TS Form B, Part C7.2 of Appendix C 5 pages	Section 7.4.2.2(1)(b) (Transit Solution)
1.3	Transit Technology Development Plan	Submit TS Form C (Transit Technology Development Plan) in accordance with the instructions on that form based on the TRL of the proposed Transit Technology.	TS Form C, Part C7.3 of Appendix C 10 pages	Section 7.4.2.2(1)(c) (Transit Solution)
Tab 2	Technology Maturity			
2.1	Technology Maturity	Complete TS Form D stating and certifying the maturity level of the proposed Transit Technology in accordance with the instructions provided there. Evidence must be submitted as attachments to TS Form D, with clear and appropriate cross-references, to support the self-assessment of Technology Readiness Level (TRL) as follows. For Proposers indicating a TRL of 6: <ul style="list-style-type: none"> System Certification Plan and status of system certification and permit application(s) from the California Public Utilities Commission (CPUC) or equivalent regulatory agency, including for the testing facility as required. Safety Certification Plan and status of safety certification. Prototype testing performance documentation. Evidence of full-scale prototype vehicle and test track in operation (photos and video showing vehicle and test track operations). Documentation indicating ownership or right-of-access and/or permits for test track facility. 	TS Form D, Part C7.4 of Appendix C	Section 7.4.2.1(1) (Pass/Fail Evaluation for the Technical and Commercial Proposal); Section 7.4.2.2(2) (Technology Maturity)

Tab/ Section No.	PDA Proposal Submittal	Required Information and Instructions	Form (if any) or Page Limit	RFP Reference
		<ul style="list-style-type: none"> • Documentation of safety procedure development and testing. • User interface (UI) mock-up (visual demonstration of UI design and functionality). • Third-party verification of UI software (technical memorandum from third-party vendor verifying functionality). <p>For Proposers indicating a TRL of 7:</p> <ul style="list-style-type: none"> • All requirements from TRL 6 plus the following. • Status of application to CPUC or its equivalent regulatory agency and supporting materials for deployment in operational environment, as required. • Project information report documenting system specifications, performance reports, and as-built drawings. • Photos and videos of the system and UI in operation. • Project reference from client/owner. • Evidence that a partial or full test track exists with vehicles operating in safety mode (e.g., half speed). Stations are built, but boarding/alighting occurs in safety mode or in manual instead of autonomous mode. <p>3. For Proposers indicating a TRL of 8:</p> <ul style="list-style-type: none"> • All requirements from TRL 7 plus the following. • Provide evidence of the operating permit or certificate issued by CPUC or its equivalent regulatory agency, as required prior to deployment in an Operational Environment. • Provide evidence (e.g., photos, video, reports, etc.) that the proposed Transit Technology is working in a similar operating environment to the one expected for the Project and that it can meet or exceed the stated system performance thresholds specified in Appendix C7.5 (TS Form E: Compliance with System Performance Thresholds). • Provide system performance metrics reports and testing documentation. <p>For Proposers indicating a TRL of 9:</p> <ul style="list-style-type: none"> • All requirements from TRL 8 plus the following. • Provide evidence (e.g., photos, video, reports) that the proposed Transit Technology in at least two projects, with each providing revenue service for a minimum of two years from the time of achievement of approval to operate revenue service by the CPUC or its equivalent regulatory agency to the time of submittal of the Proposal. 		

Tab/ Section No.	PDA Proposal Submittal	Required Information and Instructions	Form (if any) or Page Limit	RFP Reference
		<ul style="list-style-type: none"> Provide system ridership and performance metrics reports and applicable safety audits by appropriate regulators. <p>Where appropriate, reference information provided in TM Form B and TM Form D.</p>		
2.2	System Performance Thresholds	Submit TS Form E (Compliance with System Performance Thresholds) in accordance with the instructions included on the form.	TS Form E, Part C7.5 of Appendix C	Section 7.4.2.2(1)(a) (Transit Solution)
Tab 3	Management and Partnering Approach			
3.1	Functional Organizational Chart	Submit a functional organizational chart(s) identifying the functional structure, levels of management, and reporting relationships for major functions for PDA Phase 1. The chart must show organization down to the proposed personnel by name. The functional organizational chart(s) should be consistent with TM Form A.	1 page Page size up to 11" x 17"	Section 7.4.2.2(3)(a) (Management and Partnering Approach)
3.2	Approach to Staffing and Resourcing	Submit TS Form F (Approach to Staffing and Resourcing) in accordance with the instructions included on the form.	TS Form F, Part C7.6 of Appendix C 3 pages	Section 7.4.2.2(3)(a) (Management and Partnering Approach)
3.3	PDA Phase 1 Schedule	Submit a proposed PDA Phase 1 Schedule addressing the performance milestones set out in Exhibit 3 (PDA Milestones and Deadlines) of Appendix D (Form of PDA) and other milestones. This part of the submittal must be 11" x 17" sheet size and in PDF and Primavera P6 digital format.	1 page	Section 7.4.2.2(3)(a) (Management and Partnering Approach)
3.4	PDA Phase 1 Management Plan	Submit TS Form G (PDA Phase 1 Management Plan) in accordance with the instructions included on the form.	TS Form G, Part C7.7 of Appendix C 10 pages	Section 7.4.2.2(3)(a) (Management and Partnering Approach)
3.5	Approach to Risk Management	Submit TS Form H (Approach to Risk Management) in accordance with the instructions included on the form.	TS Form H, Part C7.8 of Appendix C 5 pages	Section 7.4.2.2(3)(b) (Management and Partnering Approach)
3.6	Approach to Subcontracting	Submit TS Form I (Approach to Subcontracting) in accordance with the instructions included on the form.	TS Form I, Part C7.9 of Appendix C 3 pages	Section 7.4.2.2(3)(c) (Management and Partnering Approach)
Tab 4	Approach to Community and Environment			
4.1	Approach to Community and Environment	Submit TS Form J (Approach to Community and Environment) in accordance with the instructions included on the form.	TS Form J, Part C7.10 of Appendix C 10 pages	Section 7.4.2.2(4) (Approach to Community and Environment)
Tab 5	Commercial Concept			

Tab/ Section No.	PDA Proposal Submittal	Required Information and Instructions	Form (if any) or Page Limit	RFP Reference
5.1	Commercial Concept	Submit TS Form K (Commercial Concept) in accordance with the instructions included on the form and how the proposed structure satisfies the criteria under Section 7.4.2.2(5) (Commercial Concept).	TS Form K, Part C7.11 of Appendix C Page size for graphic representation up to 11" x 17"	Section 7.4.2.2(5) (Commercial Concept)

C4 Volume 4: Financial Proposal

Volume 4 (Financial Proposal) must include the information and items listed in **Table C-4**.

Table C-4: Volume 4: Financial Proposal

Tab/ Section No.	PDA Proposal Submittal	Required Information and Instructions	Form (if any) or Page Limit	RFP Reference
1.1	PDA Cost Cap for PDA Phase 1	Submit FS Form A (PDA Cost Cap for PDA Phase 1) in accordance with the instructions included on the form.	FS Form A, Part C8.1 of Appendix C	Section 7.4.3(1) (PDA Cost Cap for PDA Phase 1)
1.2	PDA Cost Cap (Design) for Phase 2	Submit FS Form B (PDA Cost Cap (Design) for Phase 2) in accordance with the instructions included on the form.	FS Form B, Part C8.2 of Appendix C	Section 7.4.3(2) (PDA Cost Cap (Design) for Phase 2)

C5 Administrative Forms

C.5.1 AD Form A: Proposal Letter

Instructions:

The signature block for the Proposer must be inserted to properly reflect the authority of the person signing, in accordance with the instructions at the end of this letter. If the Proposer is a partnership, consortium, or joint venture, the Proposal Letter must be executed by all general partners or consortium or joint venture members (as applicable).

An authorized representative of each Major Participant must sign the certification set out at the end of the Proposal Letter.

Name of Proposer: [insert name] (the “**Proposer**”)

Date: [insert date]

CIP Procurement Manager

City of San José

200 E. Santa Clara St.
San José, CA 95113

Re: REQUEST FOR PROPOSALS (DOT 10183): TO DEVELOP A SCALABLE TRANSIT SOLUTION THAT CONNECTS SJC TO DIRIDON STATION IN DOWNTOWN SAN JOSÉ

On behalf of the Proposer, the undersigned submit the documents described in Paragraph 1 of this Proposal Letter (collectively, the “**Proposal**”) in response to the Request for Proposals (“**RFP**”) to seek competitive detailed proposals to enter into a Predevelopment Agreement with the City of San José (the “**City**”) to develop a proposed transit connection between the San José Mineta International Airport and Diridon Station in Downtown San José (the “**Project**”).

All capitalized terms used but not defined in this Proposal Letter have the meanings set out in the RFP.

1. Enclosed with this Proposal Letter are the following:
 - a. Proposal of the Proposer, consisting of each of the items listed and a copy of the checklist provided in Appendix B (Summary and Checklist of Proposal Contents) of the RFP
 - b. [List any additional attachments, attached as permitted or required by the RFP]
2. The Proposer represents and warrants that the representations, certifications, statements, disclosures, authorizations and commitments made, and information contained in the Proposal is or are correct, complete, and not materially misleading.
3. In consideration for the City supplying the Proposer with the RFP and agreeing to examine and consider the Proposal, [each of] the undersigned, [jointly and severally,] *[If the Proposer is a joint venture, consortium, or partnership, then leave in the words “each of” and “jointly and severally” and delete the brackets. Otherwise, delete the bracketed language in its entirety.]* undertakes to keep our Proposal open for acceptance by the City initially for a period of 210 consecutive days commencing on (and including) the Proposal Due Date, without unilaterally varying or amending its terms and without any team member or partner withdrawing or any other change being made in the composition of the partnership/joint venture on whose behalf the Proposal is submitted, without first obtaining the prior written consent of the City, in the City’s sole discretion.

4. The following individual(s) is/are authorized to enter into negotiations with the City on behalf of the Proposer in connection with the RFP, the Project, and the PDA:

_____ [insert names, titles]

5. If identified as a Preferred Proposer by the City, the Proposer agrees to do the following:
- a. Finalize, execute, and deliver the PDA solely as provided in Sections 8.3 (Finalization of PDA with Preferred Proposer[s]) and 8.4 (Predevelopment Agreement Execution) of the RFP, no later than the deadline for execution of the PDA set out in Section 8.4 (Predevelopment Agreement Execution) of the RFP;
 - b. Cooperate with the City to finalize and execute the PDA included in the RFP, without any revisions except with respect to the following:
 - i. Minor changes, additions, and modifications necessary to create a complete and legally binding contract
 - ii. Inclusion of the Preferred Proposer's Proposal in Exhibit 4 (Developer Commitments) of the PDA as contemplated under Section 5.8 (Inclusion of Proposal in the PDA) of the RFP or otherwise required in order to incorporate terms or concepts, and any commitments above and beyond what is required by the Transaction Documents provided in the Proposal submitted by the Preferred Proposer that have been approved or required by the City for inclusion in the PDA
 - iii. Additions or modifications required to complete the schedules, exhibits, appendices, or forms, as applicable, in the PDA
 - c. Satisfy any other requirements for execution of the PDA and issuance of the Notice to Proceed for PDA Phase 1 as stipulated in the RFP and/or the PDA, and perform its obligations as set out in the RFP and the PDA, including compliance with all commitments contained in the Proposal
6. The Proposer acknowledges timely and complete performance of the obligations of the Proposer as described under paragraph 6 is secured by the Proposal Security, one original of which has been submitted as part of this Proposal. In submitting its Proposal, the Proposer understands and agrees that the disposition of, and the Parties' respective rights with respect to, the Proposal Security will be subject to the terms of Section 6.5 (Proposal Security) of the RFP.
7. The Proposer certifies that:
- a. Its Proposal meets the requirements as to format and content as specified in the RFP.
 - b. The Proposer has only submitted one Proposal.
 - c. The only persons, firms, companies, corporations, joint ventures/partnerships, and/or other parties interested in the Proposal as the Proposer, Major Participants, or named subcontractors are those listed as such in the Proposal.
 - d. Its Proposal is submitted without reservation, qualification, assumptions, deviations, or conditions.
 - e. It has carefully examined and is fully familiar with all of the provisions of the RFP and has reviewed (i) all materials provided by the City on the Procurement Portal and from the City's Contact Person; (ii) the Addenda; and (iii) the City's responses to any RFP Comments and is satisfied that the RFP provides sufficient detail regarding the obligations to be performed by the Developer and does not contain internal inconsistencies, errors, or omissions.
 - f. It has carefully checked the accuracy of all the words, figures, and statements in the Proposal.
 - g. It is satisfied as to the conditions to be encountered in performing the scope of work under the PDA and the terms of the PDA.

- h. It has examined the experience, skill, and certification (if any) requirements specified under the PDA terms and the Proposer and Major Participants intended to perform the work fulfill any applicable requirements.
 - i. It has notified the City of any deficiencies in or omissions from the RFP or other documents provided by the City.
- 8. The Proposer understands and agrees that the City will be under no obligation to make a selection of any Proposer in response to the RFP. Should a Preferred Proposer fail to execute (or cause the entity identified as the Developer to execute) a PDA in accordance with the requirements of the RFP, the City reserves the right, in the City's sole discretion, to select an alternative Preferred Proposer to execute a PDA. Further, the Proposer understands and agrees that the City may select up to two Preferred Proposers.
- 9. The Proposer understands and agrees that all costs and expenses incurred by it in preparing the Proposal and participating in the RFP process will be borne solely by the Proposer.
- 10. The Proposer understands that portions of a Preferred Proposer's Proposal may be attached as exhibits and incorporated into the PDA and in such case will be binding obligations of the Developer under the PDA in accordance with Section 5.8 (Inclusion of Proposal in the PDA) of the RFP.
- 11. The Proposer consents to the City's disclosure of its Proposal to any persons as required by Applicable Law. The Proposer acknowledges and agrees to the disclosure terms described in Section 4.4 (Public Records Laws) of the RFP. The Proposer expressly waives any right to contest such disclosures by the City.
- 12. The Proposer agrees that:
 - a. The City will not be responsible for any errors, omissions, inaccuracies, or incomplete statements in the Proposal.
 - b. The City's acceptance of the Proposal does not constitute any statement or determination as to its completeness, responsiveness, or compliance with the requirements of the RFP.
 - c. In the event a substantive difference is identified, at any time prior to or following Commercial Close, between the Proposer's Proposal and any provision in the PDA (including the Technical Requirements), the provisions of the PDA will control and the Proposer will not be entitled to alter its Proposal.

[PROPOSER NAME]

[Insert appropriate signature block as follows. Delete any signature blocks not applicable to the Proposer. If the Proposer is a partnership, consortium, or joint venture, the Proposal Letter must be executed by all general partners or consortium or joint venture members (as applicable).]

[If a corporation or limited liability company:

By: _____

Name and Title: _____

Date: _____]

[If a consortium, partnership, or joint venture:

By: *[insert general partner's or member's name]*

By: _____

Name and Title: _____

Date: _____]

[Add signatures of additional general partners or members as appropriate]

[For an attorney-in-fact:

By: _____

Name: _____

Attorney-in-Fact

Date: _____]

Major Participants

Each of the undersigned certifies under penalty of perjury under the laws of the State of California, on behalf of the entity for which he or she signs, that:

1. The Proposer's authorized representative named above is authorized by the relevant entity to sign this Proposal Letter on behalf of the Proposer
2. The representations, certifications, statements, disclosures, authorizations and commitments made, and information contained in the Proposal in respect of such entity have been authorized by such entity and is or are correct, complete, and not materially misleading
3. He or she is authorized to act on behalf of the entity for which he or she signs and acknowledges that the City is relying on his or her representation to this effect¹

*[Role of Development Team member]:*²

[insert entity name]

By its authorized representative:

Signature of authorized representative: _____

Name and Title: _____

Date: _____

¹ Signature block below to be repeated for each Major Participant.

² For any Major Participant that is a joint venture, include signature by each joint venture member or partner.

C.5.2 AD Form B: Proposal Security

C.5.2.1 Part A: Form of Proposal Letter of Credit

IRREVOCABLE STANDBY LETTER OF CREDIT: PROPOSAL

ISSUER:

PLACE FOR PRESENTATION OF DRAFT: [Note: Insert name and address of bank/branch — MUST be a San José, California, address (or within reasonable proximity to this metropolitan area)]

APPLICANT:

BENEFICIARY: CITY OF SAN JOSÉ

200 E. Santa Clara St.
San José, CA 95113

LETTER OF CREDIT NUMBER:

PLACE AND DATE OF ISSUE:

AMOUNT:

EXPIRATION DATE: [Note: Insert date that is 210 days after the Proposal Due Date]

The above-named Issuer issues this Irrevocable Standby Letter of Credit in favor of the City of San José, for any sum or sums up to the aggregate amount of US\$ ([state amount in words] **United States Dollars**), available by draft at sight drawn on the Issuer. Any draft under this Irrevocable Standby Letter of Credit shall be signed by a purported authorized representative of the above-named Beneficiary and shall:

1. Identify this Irrevocable Standby Letter of Credit by the name of the Issuer, and the Letter of Credit number, amount, and place and date of issue, stated above
2. State the following:

“This drawing is due to the occurrence of one or more of the events listed in Section 6.5.2 (Forfeiture of Proposal Security) of the Beneficiary’s Request for Proposals (as amended or supplemented the “**RFP**”) to seek competitive proposals to develop a proposed transit connection between the San José Mineta International Airport and Diridon Station in Downtown San José (the “**Project**”).”

All drafts presented that comply with the terms of this Irrevocable Standby Letter of Credit will be honored if presented to Issuer via overnight courier or in person of such original documents to [Insert name and a San José, California, address (or within reasonable proximity to this metropolitan area)] on or before the stated expiration date described above, or any extended expiration date. Facsimile transmission of communications and documents shall be deemed to be the equivalent of originals of such communications and documents for all purposes under the letter of credit, provided that the original of such communications or documents, as the case may be, shall also be sent to us at such address by overnight courier for receipt by us on the business day immediately succeeding the date of any such facsimile transmission.”

This Irrevocable Standby Letter of Credit is subject to the rules of the “International Standby Practices” ISP98, International Chamber of Commerce Publication 590, and as to matters not covered by ISP98, the laws of the State of California, without regard to principles of conflicts of law. If any legal proceedings are initiated by any party with respect to payment of the Irrevocable Standby Letter of Credit, it is agreed that such proceedings shall be subject to the courts and law of the State of California, and any such court shall be located in San José.

Issuer is not obliged to do anything it considers may breach any trade or economic sanction or any anti-money laundering or counter-terrorism financing law or regulation and will not be liable (to the extent permitted by law) for any loss or damage in connection with the same.

Issuer:

By: _____ (Authorized signature of Issuer)

C.5.2.2 Part B: Form of Proposal Bond

Bond No. _____

WHEREAS, on _____, _____, a _____ (“**Principal**”), submitted its Proposal to the City of San José (“**Obligee**”), in response to Obligee’s Request for Proposals (as amended or supplemented the “**RFP**”) to seek competitive proposals to develop a proposed transit connection between the San José Mineta International Airport and Diridon Station in Downtown San José (the “**Project**”), initially through a predevelopment agreement with the Obligee (the “**PDA**”).

WHEREAS, Principal is required to furnish this bond as a condition to Obligee’s acceptance of the Proposal.

NOW, THEREFORE, Principal and _____, a _____ (“**Surety**”), an admitted surety insurer in the State of California, are held and firmly bound unto Obligee in the amount of _____ (the “**Bonded Sum**”), for payment of which sum Principal and Surety jointly and severally firmly bind themselves and their heirs, executors, administrators, representatives, successors, and assigns.

THE CONDITION OF THIS OBLIGATION IS SUCH THAT:

Concurrently with the delivery of this Bond to Obligee, Principal is submitting a Proposal to Obligee for the scope of work and services for the Project as described in the RFP and PDA.

NOW, THEREFORE, Principal and Obligee agree as follows:

1. The obligation to pay the Bonded Sum hereunder is absolute and unconditional, and unless said obligation is sooner discharged as provided below, upon receipt by Principal and Surety or by Principal and Sureties listed on the attached page (the “**Co-Sureties**”) of notice of such forfeiture from Obligee.
2. If Obligee has not previously delivered notice of forfeiture hereunder, upon occurrence of any of the following events, then this obligation shall be null and void; otherwise it shall remain in full force and effect:
 - a. Principal’s receipt of written notification from Obligee that (i) the Obligee has cancelled the RFP, or (ii) Obligee has awarded a PDA(s) for the Project to another Preferred Proposer(s) that is not the Principal, has received the executed PDA(s) from that Preferred Proposer(s) and other required documents, and does not intend to award the PDA to Principal
 - b. Expiry of the Proposal Validity Period
 - c. Following selection of Principal as a Preferred Proposer, Principal’s performance of all of its obligations under the RFP in connection with award of the PDA, including execution and delivery of the PDA and delivery of all other items required to be provided under the RFP as a condition to award and execution and delivery of the PDA
3. Correspondence or claims relating to this Proposal Bond should be sent to Surety at the following address
_____.
4. If a lawsuit is brought on this bond by Obligee and judgment is recovered, Principal and Surety shall pay all costs incurred by Obligee in bringing such lawsuit, including, without limitation, actual attorneys’ fees and costs as determined by the court.
5. Surety agrees that its obligation shall not be impaired by any extension(s) of the time for acceptance of Principal’s Proposal that Principal may grant to Obligee, in accordance with the RFP or otherwise, and waives any notice of such extension(s).

6. This agreement shall be binding on the Principal and Surety executing the same, their legal representatives, successors, and assigns.
7. Capitalized terms used but not defined above shall have the following meaning:
 - “**Preferred Proposer**” means the Proposer or two Proposers that offer the City the best value for the Project, as determined and notified in accordance with the evaluation and selection process set out in the RFP.
 - “**Proposal Due Date**” means the date and time by which the Proposal must be submitted as shown in the RFP (as amended or supplemented).
 - “**Proposal Validity Period**” means a period of 210 consecutive days commencing on (and including) the Proposal Due Date, as such period may be extended in accordance with the RFP.

IN WITNESS WHEREOF, Principal and Surety have caused this bond to be executed and delivered as of

_____.

Principal: _____

By: _____

Its: _____

Co-Sureties: _____

By: _____

Attorney-in-Fact

[Add appropriate Surety acknowledgments]

C.5.3 AD Form C: Proposer, Major Participant, and Subcontractor Information

Instructions:

Complete this form for the Proposer, each Major Participant, and any other subcontractors proposed and named as part of the Development Team under the Proposer's Proposal.

Provide the name of the Proposer and state whether it is also the potential Developer or whether a separate entity will be formed to enter into the PDA. If the potential Developer has been formed, complete Part A of this form in full. If the potential Developer has not yet been formed, complete only the relevant portions of Part A of the form and complete Part B in full for each identified Equity Member and other Major Participant and subcontractors proposed and named as part of the Development Team under the Proposer's Proposal.

Repeat the table in Part B for each Major Participant and named subcontractor.

If information requested in relation to a Person is not relevant to such Person, state "Not Applicable."

PART A: Proposer

Proposer Name: _____

1. Identify the Proposer's authorized representative(s):

Name:	
Title:	
Address:	
Email:	

2. Is the Proposer intended as the potential Developer: ☐ Yes ☐ No

3. List all the potential Developer's proposed Equity Members below, including their intended equity share:

Equity Member	Intended equity share in Developer (%)	Intended additional roles (if any)

4. If the potential Developer has been formed (that is, the Proposer is also the potential Developer), complete the remainder of this Part A:

Type of Legal Entity:	<input type="checkbox"/> Corporation <input type="checkbox"/> Limited liability company <input type="checkbox"/> Joint venture <input type="checkbox"/> Partnership <input type="checkbox"/> Other: [<i>Proposer to provide</i>] If the Proposer is a form of organization other than a corporation, list the name of each member entity: 1. [] 2. []
Year Established:	
Federal Tax ID No.:	
North American Industry Classification Code:	
Country (and where applicable, State/Province) of Organization or Formation:	
Change in Details: <i>If the Person has changed their address, or if the entity or its owner has operated under any other name(s), or if there has been a change in ownership of the Person in the past five years, explain fully here.</i>	
Headquarters:	
Office Performing Work:	
Contact Person, Email, and Telephone Number:	

AUTHORIZED REPRESENTATIVE:

I certify that the foregoing is true and correct, and that I am the authorized representative of the Proposer:

Signature of authorized representative: _____

Name and Title: _____

Date: _____

PART B: Major Participants and other subcontractors named as part of the Development Team

[Repeat this Part B for each Major Participant and other subcontractor named in the Proposal]

1. Identify the Major Participant's or other subcontractor's authorized representative(s):

Name:	
Title:	
Address:	
Email:	

2. Complete this table:

Name:	
Role:	<input type="checkbox"/> Equity Member <input type="checkbox"/> Lead Designer <input type="checkbox"/> Technology Provider <input type="checkbox"/> Lead D&C Contractor <input type="checkbox"/> O&M Provider <input type="checkbox"/> Subcontractor <input type="checkbox"/> Member of Proposer, Major Participant, or other subcontractor
Type of Legal Entity:	<input type="checkbox"/> Corporation <input type="checkbox"/> Limited liability company <input type="checkbox"/> Joint venture <input type="checkbox"/> Partnership <input type="checkbox"/> Other: [Proposer to provide] If the Proposer is a form of organization other than a corporation, list the name of each member entity: [] []
Year Established:	[insert year established]
Federal Tax ID No.:	
North American Industry Classification Code:	
Country (and where applicable, State/Province) of Organization or Formation:	[insert country and state]

Change in Details: If the Person has changed their address, or if the entity or its owner has operated under any other name(s), or if there has been a change in ownership of the Person in the past five years, explain fully here.	
Headquarters:	
Office Performing Work:	
Contact Person, Email, and Telephone Number:	

AUTHORIZED REPRESENTATIVE:

I certify that the foregoing is true and correct, and that I am the authorized representative of the Person to whom this form relates:

Signature of authorized representative: _____

Name and Title: _____

Date: _____

ATTACHMENTS

For the purposes of these instructions, a “**Relevant Person**” is any of the Proposer, each Major Participant, and each other subcontractor named as part of the Development Team in the Proposal.

1. Attach evidence that the Person(s) names as authorized representative(s) of a Relevant Person has the authority to sign and deliver the Proposal or any applicable part of it on behalf of the that Relevant Person. Such evidence of authorization must include the following:
 - a. Corporation. If the Relevant Person is a corporation, it must provide evidence in the form of a resolution of its governing body certified by an appropriate officer of the corporation.
 - b. Partnership. If the Relevant Person is a partnership, such evidence must be in the form of a partnership resolution and a general partner resolution (as to each general partner) providing such authorization, in each case, certified by an appropriate officer of the general partner.
 - c. Joint Venture/Consortium. If the Relevant Person is a joint venture or consortium, such evidence must be in the form of an irrevocable power of attorney or a resolution of each consortium or joint venture member, certified by an appropriate office of such consortium or joint venture member.
 - d. LLC. If the Relevant Person is a limited liability company, such evidence must be in the form of a limited liability company resolution and a managing member(s) resolution providing such authorization, certified by an appropriate officer of the managing member(s). If there is no managing member, each member must provide the foregoing information.
 - e. Attorney-in-Fact. If an authorized signatory is signing as attorney-in-fact, such evidence must be in the form of an executed irrevocable power of attorney executed by the relevant Person or Persons, along with evidence of authorization for execution of such power of attorney as described under (a) to (d) above.
2. Attach the following information regarding the legal structure of each Relevant Person:
 - a. If the Relevant Person is a corporation or includes a corporation as a joint venture member, partner, or member, provide articles of incorporation and bylaws for the Relevant Person and each corporation certified by an appropriate officer. If any entity is not yet formed, so state and indicate that these documents will be provided prior to execution of the PDA.
 - b. If the Relevant Person is a partnership or includes a partnership as a joint venture member, partner, or member, attach full names and addresses of all partners and equity ownership interest of each entity, provide the incorporation, formation, and organizational documentation for the Relevant Person (partnership agreement and certificate of partnership for a partnership, articles of incorporation and bylaws for a corporation, operating agreement for a limited liability company, and joint venture agreement for a joint venture) certified by an appropriate officer. If any entity is not yet formed, so state and indicate that these documents will be provided prior to execution of the PDA.
 - c. If the Relevant Person is a consortium or joint venture or includes a joint venture as a joint venture member, partner, or member, attach full names and addresses of all consortium or joint venture members and the equity ownership interest of each entity, provide the incorporation, formation, and organizational documentation for the Relevant Person (partnership agreement and certificate of partnership for a partnership, articles of incorporation and bylaws for a corporation, operating agreement for a limited liability company, and joint venture agreement for a joint venture) certified by an appropriate officer. If any entity is not yet formed, so state and indicate that these documents will be provided prior to execution of the PDA.
 - d. If the Relevant Person is a limited liability company or includes a limited liability company as a joint venture member, partner, or member, attach full names and addresses of all members and the equity ownership interest of each entity, provide the incorporation, formation, and organizational documentation for the Relevant Person (partnership agreement and certificate of partnership for a

partnership, articles of incorporation and bylaws for a corporation, operating agreement for a limited liability company, and joint venture agreement for a joint venture) certified by an appropriate officer. If any entity is not yet formed, so state and indicate that these documents will be provided prior to execution of the PDA.

- e. If the Relevant Person is an investment fund, acting through its fund manager, the incorporation, formation, and organizational documents of the fund manager shall satisfy the requirements for organization documents under these instructions.

C.5.4 AD Form D: Bidders List

The City of San José (“City”) is required per 49 CFR 26.11(c) to create and maintain a comprehensive Bidders List. This Bidders List form will be used to determine the relative availability of Disadvantaged Business Enterprises (“DBEs”) and non-DBEs. The Bidders List is a compilation of bidders, Proposers, quoters, subcontractors, manufacturers, and suppliers of materials and services that have submitted bids (to the primary bidder) during the advertising period of a specific acquisition (whether or not they are successful in their attempt to obtain a contract). Please provide the following mandatory data:

BIDDER 1: BUSINESS DATA

Business Name:

Business Address:

Street

City

State

Zip

Name of Contact Person:

Phone:

Email Address:

Type of Work:

Is this firm a certified DBE?

a. ☒ Yes

b. ☐ No

Age of Business:

Years

Months

Annual Gross Receipts:

a. ☐ Less than \$500,000

b. ☐ \$500,000 to \$1,000,000

c. ☐ \$1,000,000 to \$2,000,000

d. ☐ \$2,000,000 to \$5,000,000

e. ☐ Over \$5,000,000

BIDDER 2: BUSINESS DATA

Business Name:

Business Address:

Street

City

State

Zip

Name of Contact Person:

Phone:

Email Address:

Type of Work:

Is this firm a certified DBE?

a. ☐ Yes

b. ☐ No

Age of Business:

Years

Months

Annual Gross Receipts:

a. ☐ Less than \$500,000

b. ☐ \$500,000 to \$1,000,000

c. ☐ \$1,000,000 to \$2,000,000

d. ☐ \$2,000,000 to \$5,000,000

e. ☐ Over \$5,000,000

BIDDER 3: BUSINESS DATA

Business Name:

Business Address:

Street

City

State

Zip

Name of Contact Person:

Phone:

Email Address:

Type of Work:

Is this firm a certified DBE?

a. ☐
Yesb. ☐ No

Age of Business:

Years

Months

Annual Gross
Receipts:a. ☐ Less than \$500,000b. ☐ \$500,000 to \$1,000,000c. ☐ \$1,000,000 to \$2,000,000d. ☐ \$2,000,000 to \$5,000,000e. ☐ Over \$5,000,000

If necessary, this Bidders List form can be duplicated to include all firms (DBE and non-DBE) that have submitted a bid, Proposal, or quote on this Project.

C.5.5 AD Form E: Ethics Declaration

Instructions:

Complete this form for the Proposer, each Major Participant, and any other subcontractors proposed and named as part of the Development Team under the Proposer's Proposal (executed by the authorized representative of the Proposer, relevant Major Participant, or subcontractor).

PROPOSER: _____

MAJOR PARTICIPANT OR SUBCONTRACTOR (if applicable): _____

1. The following questions in Section D below are designed to ensure contractors, subcontractors, and the City are able to comply with their obligations to avoid conflict of interest issues. Your company, including all parents, subsidiaries, affiliates, and "otherwise related business entities," as that term is defined in 2 California Code of Regulations 18438.5(b)(2) (collectively, "**Declarant Company**"), should make or cause to be made a reasonably diligent investigation prior to responding to the questions in Section D to ensure the responses are correct and a person legally authorized to act for or on behalf of the Declarant Company ("**Authorized Representative**") signs below where indicated.

The Authorized Representative is responding on behalf of Declarant Company that Declarant Company has been designated to perform the work requested in the solicitation.

An affirmative response to any of the questions in Section D will not automatically cause Declarant Company to be disqualified. However, failure to answer the questions in good faith or providing material false answers may subject Declarant Company to consequences up to and including disqualification of its Proposal.

For questions related to this Ethics Declaration, please contact the City in accordance with the communication protocols set out under the RFP.

2. State the name(s) of your company and all parents, subsidiaries, affiliates, and "otherwise related business entities" comprising the Declarant Company. If none, circle "none" under each category below:

Name of parent: _____ / (none)

Name of subsidiaries (use additional sheet if necessary): _____ / (none)

Name of affiliates (use additional sheet if necessary): _____ / (none)

Name of "otherwise related business entities" (use additional sheet if necessary):
_____ / (none)

3. For the purposes of this Ethics Declaration, the term "Employee(s)" shall be defined as employees, officers, shareholders, partners, owners, or directors of the Declarant Company.

For the purposes of this Ethics Declaration, the term "City designated employee" shall have the meaning as defined in Chapter 12.10 of the City's Municipal Code.

4. Please answer the following questions:

	Questions	Yes/No
1.	In the past 12 months, has any Employee been a City officer or City designated employee?	
2.	Is any Employee related to any City officer or City designated employee?	
3.	Is any Employee presently a City officer or City designated employee?	
4.	Do any City officers or City designated employees own any stock in the Declarant Company?	
5.	In the past 12 months, has any Employee given any gifts to a City officer or City designated employee?	
6.	Does the Declarant Company now employ as a lobbyist, or intend to employ as a lobbyist, any City officer or City designated employee in the past 12 months?	
7.	Did any Employee receive, or have access to, any confidential information concerning the Project and PDA (other than information released publicly or as part of the RFP)?	
8.	Did any Employee perform work within the past 3 years relating to the Project or the work contemplated to be performed under the PDA, including (a) the development of the Technical Requirements or any other specifications, or (b) earlier phases of the Project or work to be provided under the PDA?	
9.	Are you aware of any other relevant facts relating to past, present, or planned interest(s) of the Proposer's team (including the Proposer, Major Participants, proposed subcontractors, Affiliates of those Persons, and their respective chief executives, directors, and other personnel intended to be assigned to the Project) that may result in, or could be viewed as, an organizational conflict of interest pursuant to Section 4.2.3 (Conflict of Interest) of the RFP, including a redisclosure of any organizational conflict of interest that the Proposer previously disclosed?	
10.	If you answered "yes" to any of questions 1 through 9 above, provide, on a separate sheet, a detailed explanation of the facts and circumstances that give rise to the answer "yes." This explanation shall contain all relevant facts and information. This explanation shall include names, dates, facts, amounts, and anything else necessary for a thorough response. Each explanation shall identify which of the 9 questions it is responding to, and a separate explanation for each "yes" response is required.	

5. By signing this Ethics Declaration, the Declarant Company attests that (1) it has read, understands, and shall abide by the "Procurement and Contract Process Integrity and Conflict of Interest," Section 7 of the Consolidated Open Government and Ethics Provisions adopted on August 26, 2014 (the "**Policy**"), Chapter 12.10 of the City's Municipal Code ("**Chapter 12.10**"), and Section 4.2.3 (Conflict of Interest) of the RFP; and (2) the Declarant Company's consultants and subcontractors retained by Declarant Company (if any) to perform any work under the PDA have or will promptly upon Declarant Company's hiring of those persons, read and abide by Policy, Chapter 12.10, and Section 4.2.3 (Conflict of Interest) of the RFP.

DECLARATION:

I, _____ [*insert name of authorized representative*], on behalf of _____ [*insert name of Declarant Company*], declare that after having made or caused to be made a reasonably diligent investigation both regarding the Declarant Company, the foregoing responses, and the explanation on the attached sheet(s), if any, in response to question 10, are correct to the best of my knowledge and belief. Further, I understand that failure to answer the questions in good faith or providing material false answers may subject the Declarant Company to consequences up to and including disqualification of its Proposal.

_____. Signature of authorized representative

C.5.6 AD Form F: General Certifications

Instructions:

Complete this form for the Proposer (executed by the authorized representative of the Proposer).

If the Proposer is a joint venture, consortium, or partnership, then complete a form for each member (executed by the authorized representative).

PROPOSER: _____

The Proposer shall respond either “Yes” or “No” to each of the following where indicated. If the Proposer's response is “No,” a full explanation shall be provided in the space following the last item.

1.0 CERTIFICATE OF NONDISCRIMINATION

Yes ☐ No ☐

The Proposer certifies: that it does not unlawfully discriminate against any employee or applicant for employment with regard to race, sex, color, religion, ancestry, national origin, marital status, sexual orientation, actual or perceived gender identity, age (over 40), or disability (including AIDS and cancer-related medical condition); that it is in compliance with all applicable federal, state, and local directives and executive orders regarding nondiscrimination in employment; and that it agrees to pursue positively and aggressively the principle of equal opportunity in employment. The Proposer, Major Participants, and any other subcontractors identified in the Proposal shall comply with the provisions of the Fair Employment and Housing Act (Gov. Code § 12900 et seq.) and the applicable regulations promulgated thereunder. The Proposer agrees specifically to adhere to the following:

- a. Establish and observe employment policies that actively promote opportunities for minority persons and women at all job levels.
- b. Communicate this policy to all company employees; outside recruiting services, especially those serving minority communities and women; and minority communities and women at large.
- c. State in all solicitations or advertisements for employees that the Proposer will consider all qualified applicants for employment without regard to race, sex, color, religion, ancestry, national origin, marital status, age (over 40), or disability (including AIDS and cancer-related medical condition).

2.0 AFFIRMATIVE ACTION

Yes ☐ No ☐

The Proposer certifies that it and those subcontractors with subcontracts in excess of ten thousand dollars (\$10,000) are maintaining Affirmative Action Programs consistent with those required under Federal Executive Order 11246. The detailed requirements are set forth in the Contract Compliance Manual.

3.0 WHISTLEBLOWER REQUIREMENTS

Yes ☐ No ☐

The Proposer certifies that it will take no action, or adopt any rule, regulation, or policy that is contrary to the provisions set forth in California Labor Code § 1101 et seq.

A full explanation of all “No” answers shall be provided below.

Proposer hereby declares under the penalty of perjury under the laws of the State of California that the certifications made above in No. 1.0–3.0 and the explanation given for any “No” answers are true and correct.

Executed on _____ *[insert date]* at _____ *[insert City]*, _____ *[insert State]*

_____ Name and Title

_____ Signature of authorized representative

C.5.7 AD Form G: Certification of Prospective Contractor Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion: Primary Covered Transactions

Instructions:

Complete this form for the Proposer (executed by the authorized representative of the Proposer).

If the Proposer is a joint venture, consortium, or partnership, then complete a form for each member (executed by the authorized representative).

See the instructions for completion in the section below entitled "CONTRACTOR DEBARMENT, SUSPENSION, INELIGIBILITY, AND VOLUNTARY EXCLUSION."

Choose one alternative with an "X" in the box:

☐ The Proposer certifies to the best of its knowledge and belief, that it:

1. Is not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any federal department or agency
2. Has not within a three-year period preceding this Proposal been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (federal, state, or local) transaction or contract under a public transaction; violation of federal or state antitrust statutes; or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property
3. Is not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state, or local) with commission of any of the offenses enumerated in paragraph (2) of this certification
4. Has not within a three-year period preceding this Proposal had one or more public transactions (federal, state or local) terminated for cause or default

OR

☐ The Proposer is unable to certify to all of the statements in this certification and attaches its explanation to this certification. (In explanation, certify to those statements that can be certified to and explain those that cannot.)

The Proposer certifies or affirms the truthfulness and accuracy of the contents of the statements submitted on or with this certification and understands that the provisions of Title 31 USC § 3801 are applicable thereto.

PROPOSER: _____

Executed on _____ (Date), at _____ (City, State)

Name of authorized representative: _____

Signature of authorized representative: _____

Title of authorized representative: _____

CONTRACTOR DEBARMENT, SUSPENSION, INELIGIBILITY, AND VOLUNTARY EXCLUSION

Pursuant to 2 CFR Part 1200 and 2 CFR Part 180, to confirm the eligibility of the Bidder/Proposer or any covered subcontractor to contract with the City, Bidder/Proposer shall complete and submit with the bid/proposal the certification titled “Certification of Prospective Contractor Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion” and comply with subsection 2 below related to each lower-tier covered transaction.

1. Instructions for Bidder/Proposer Certification: Primary Covered Transactions

- a. In addition to signing and submitting this bid/proposal, the Bidder/Proposer (also referred to as “prospective primary participant”) shall also provide the certification titled “Certification of Prospective Contractor Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion: Primary Covered Transactions.”
- b. The inability of a person to provide the subject certification will not necessarily result in denial of participation in this Contract (also referred to as “primary covered transaction” or “covered transaction” or “PDA”). The Bidder/Proposer shall submit an explanation of why it cannot provide the subject certification. The certification or explanation will be considered in whether or not to enter into this Contract. Failure of the Bidder/Proposer to furnish a certification or an explanation shall disqualify the Bidder/Proposer from participation in this Contract.
- c. This certification is a material representation of fact upon which the City will rely when the City determines whether to enter into the Contract. If it is later determined that the Bidder/Proposer knowingly rendered an erroneous certification, the City may terminate the Contract for cause or default in addition to other remedies available to the City.
- d. The Bidder/Proposer shall provide immediate written notice to the City if at any time the Bidder/Proposer learns that its certification was erroneous when submitted or has become erroneous by reason of changed circumstances.
- e. The terms “covered transaction” (or as used herein “the Contract” or “PDA”), “debarred,” “suspended,” “ineligible,” “lower-tier covered transaction” (or as used herein “Subcontract,” including a subcontract with a supplier), “participant” (or as used herein “Bidder/Proposer”), “person,” “primary covered transaction” (or as used herein “the Contract,” “PDA,” or “Prime Contract”), “principal,” “bid/proposal” (or as used herein “Bid/Proposal”), and “voluntarily excluded,” as used in this section, have the meanings set out in the Definitions and Coverage sections of the rules implementing Executive Order 12549. The Bidder/Proposer may contact the City for assistance in obtaining a copy of those regulations.
- f. The Bidder/Proposer agrees by submitting this bid/proposal that, should the Contract be entered into, it shall not knowingly enter into any lower-tier covered transaction with a person who is proposed for debarment under 48 CFR Part 9, subpart 9.4; debarred; suspended; declared ineligible; or voluntarily excluded from participation in this covered transaction, unless authorized by the City.
- g. The Bidder/Proposer further agrees by submitting this bid/proposal that it will include subsection 2 of this section and the certification titled “Certification of Prospective Lower-Tier Participant Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion: Lower-Tier Covered Transactions,” provided by the City in the Bid/Proposal Forms without modification, in all lower-tier covered transactions and in all solicitations for lower-tier covered transactions.
- h. The Bidder/Proposer may rely upon a certification of a prospective participant in a lower-tier covered transaction that it is not proposed for debarment under 48 CFR Part 9, subpart 9.4; debarred; suspended; ineligible; or voluntarily excluded from the covered transaction, unless it knows that the certification is erroneous. The Bidder/Proposer may decide the methods and frequency by which it determines the eligibility of its principals. The Bidder/Proposer may, but is not required to, check the records maintained by the federal System for Award Management (SAM).

- i. Nothing contained in the foregoing shall be construed to require establishment of a system of records in order to render in good faith the certification required by this section. The knowledge and information of the Bidder/Proposer is not required to exceed that which is normally possessed by a prudent person in the ordinary course of business dealings.
- j. Except for transactions authorized under paragraph F of this subsection, if a Bidder/Proposer knowingly enters into a lower-tier covered transaction with a person who is proposed for debarment under 48 CFR Part 9, subpart 9.4; suspended; debarred; ineligible; or voluntarily excluded from participation in this transaction, in addition to other remedies available to the City, the City may terminate this transaction for cause or default.

2. Instructions for Prime to Require of Subcontractor Certification: Lower-Tier Covered Transactions

- a. By signing and submitting its lower-tier bid/proposal, the prospective lower-tier participant shall provide the certification in the Bid/Proposal Form entitled “Certification of Prospective Lower-Tier Participant Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion.”
- b. The certification in this subsection is a material representation of fact upon which the City will rely when the City enters into the Contract. If it is later determined that the prospective lower-tier participant knowingly rendered an erroneous certification, in addition to other remedies available to the City, the City may pursue available remedies, including suspension and/or debarment.
- c. The prospective lower-tier participant shall provide immediate written notice to the Bidder/Proposer if at any time the prospective lower-tier participant learns that its certification was erroneous when submitted or had become erroneous by reason of changed circumstances.
- d. The terms “covered transaction” (or as used herein “the Contract” or “PDA”), “debarred,” “suspended,” “ineligible,” “lower-tier covered transaction” (or as used herein “Subcontract,” including a subcontract with a Supplier), “participant” (or as used herein “Bidder/Proposer”), “person,” “primary covered transaction” (or as used herein “Contract,” “Prime Contract,” or “PDA”), “principal,” “bid/proposal,” and “voluntarily excluded,” as used in this section, have the meaning set out in the Definitions and Coverage sections of rules implementing Executive Order 12549. The prospective lower-tier participant may contact the Bidder/Proposer for assistance in obtaining a copy of those regulations.
- e. The prospective lower-tier participant agrees by submitting its bid/proposal that, should the proposed covered transaction be entered into, it shall not knowingly enter into any lower-tier covered transaction with a person who is proposed for debarment under 48 CFR Part 9, subpart 9.4; debarred; suspended; declared ineligible; or voluntarily excluded from participation in this Contract, unless authorized by the City.
- f. The prospective lower-tier participant further agrees by submitting its bid/proposal that it will include this subsection 2 and the certification titled “Certification Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion: Lower-Tier Covered Transactions,” provided by the City in the Bid/Proposal forms without modification, in all lower-tier covered transactions and in all solicitations for lower-tier covered transactions.
- g. A participant in a covered transaction may rely upon a certification of a prospective participant in a lower-tier covered transaction that it is not proposed for debarment under 48 CFR Part 9, subpart 9.4; debarred; suspended; ineligible; or voluntarily excluded from covered transactions, unless it knows that the certification is erroneous. A participant may decide the method and frequency by which it determines the eligibility of its principals. Each participant may, but is not required to, check the records maintained by the federal SAM.
- h. Nothing contained in the foregoing shall be construed to require establishment of a system of records in order to render in good faith the certification required by this section. The knowledge and information of a participant is not required to exceed that which is normally possessed by a prudent person in the ordinary course of business dealings.

- i. Except for transactions authorized under paragraph E of this subsection, if a participant in a covered transaction knowingly enters into a lower-tier covered transaction with a person who is proposed for debarment under 48 CFR Part 9, subpart 9.4; suspended; debarred; ineligible; or voluntarily excluded from participation in this transaction, in addition to other remedies available to the City, the City may pursue available remedies, including suspension and/or debarment.

C.5.8 AD Form H: Certification of Prospective Lower-Tier Participant Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion: Lower-Tier Covered Transactions

Instructions:

Complete this form for each Major Participant or other subcontractor listed in the Proposal that will enter into a subcontract exceeding \$100,000 in value (executed by the authorized representative of the Major Participant or subcontractor).

If the Major Participant or subcontractor is a joint venture, consortium, or partnership, then complete a form for each member (executed by the authorized representative).

See the instructions for completion in the section below entitled "CONTRACTOR DEBARMENT, SUSPENSION, INELIGIBILITY, AND VOLUNTARY EXCLUSION."

Choose one alternative with an "X" in the box:

- ☐ The prospective lower-tier participant certifies by submission of its lower-tier bid or proposal to the best of its knowledge and belief, that neither it nor its principals is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any federal department or agency.

OR

- ☐ The prospective lower-tier participant is unable to certify that neither it nor its principals are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded and attaches its explanation to this certification.

The prospective lower-tier participant certifies or affirms the truthfulness and accuracy of the contents of the statements submitted on or with this certification and understands that the provisions of Title 31 USC § 3801 are applicable thereto.

PROSPECTIVE LOWER-TIER PARTICIPANT: _____

Executed on _____ (Date), at _____ (City, State)

Name of authorized representative: _____

Signature of authorized representative: _____

Title of authorized representative: _____

CONTRACTOR DEBARMENT, SUSPENSION, INELIGIBILITY, AND VOLUNTARY EXCLUSION

1. Instructions for Certification: Lower-Tier Covered Transactions

- a. By signing and submitting its lower-tier bid/proposal, the prospective lower-tier participant shall provide the certification in the Bid/Proposal form entitled “Certification of Prospective Lower-Tier Participant Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion: Lower-Tier Covered Transactions.”
- b. The certification in this subsection is a material representation of fact upon which the City will rely when the City enters into the Contract. If it is later determined that the prospective lower-tier participant knowingly rendered an erroneous certification, in addition to other remedies available to the City, the City may pursue available remedies, including suspension and/or debarment.
- c. The prospective lower-tier participant shall provide immediate written notice to the Bidder/Proposer if at any time the prospective lower-tier participant learns that its certification was erroneous when submitted or had become erroneous by reason of changed circumstances.
- d. The terms “covered transaction” (or as used herein “the Contract” or “PDA”), “debarred,” “suspended,” “ineligible,” “lower-tier covered transaction” (or as used herein “Subcontract,” including a subcontract with a Supplier), “participant” (or as used herein “Bidder/Proposer”), “person,” “primary covered transaction” (or as used herein “Contract,” “Prime Contract,” or “PDA”), “principal,” “bid/proposal,” and “voluntarily excluded,” as used in this section, have the meaning set out in the Definitions and Coverage sections of rules implementing Executive Order 12549. The prospective lower-tier participant may contact the Bidder/Proposer for assistance in obtaining a copy of those regulations.
- e. The prospective lower-tier participant agrees by submitting its bid/proposal that, should the proposed covered transaction be entered into, it shall not knowingly enter into any lower-tier covered transaction with a person who is proposed for debarment under 48 CFR Part 9, subpart 9.4; debarred; suspended; declared ineligible; or voluntarily excluded from participation in this Contract, unless authorized by the City.
- f. The prospective lower-tier participant further agrees by submitting its bid/proposal that it will include this subsection 1 and the certification (in the Bid/Proposal form) titled “Certification of Prospective Lower-Tier Participant Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion: Lower-Tier Covered Transactions,” without modification, in all lower-tier covered transactions and in all solicitations for lower-tier covered transactions.
- g. A participant in a covered transaction may rely upon a certification of a prospective participant in a lower-tier covered transaction that it is not proposed for debarment under 48 CFR Part 9, subpart 9.4; debarred; suspended; ineligible; or voluntarily excluded from covered transactions, unless it knows that the certification is erroneous. A participant may decide the method and frequency by which it determines the eligibility of its principals. Each participant may, but is not required to, check the records maintained by the federal System for Award Management (SAM).
- h. Nothing contained in the foregoing shall be construed to require establishment of a system of records in order to render in good faith the certification required by this section. The knowledge and information of a participant is not required to exceed that which is normally possessed by a prudent person in the ordinary course of business dealings.
- i. Except for transactions authorized under paragraph 5 of this subsection, if a participant in a covered transaction knowingly enters into a lower-tier covered transaction with a person who is proposed for debarment under 48 CFR Part 9, subpart 9.4; suspended; debarred; ineligible; or voluntarily excluded from participation in this transaction, in addition to other remedies available to the City, the City may pursue available remedies, including suspension and/or debarment.

Instructions:

Complete this form for the Proposer (executed by the Proposer's authorized representative) and each Equity Member. If the Proposer or Equity Member is a joint venture, consortium, or partnership, then complete a form for each member (executed by the authorized representative).

NON-COLLUSION AFFIDAVIT

PROPOSER: _____

EQUITY MEMBER (if applicable): _____

The undersigned declares:

1. _____ [*insert name*] is the _____ [*insert title*] of the Proposer, the entity making the foregoing Proposal.
2. The Proposal is not made in the interest of, or on behalf of, any undisclosed person, partnership, company, association, organization, or corporation. The Proposal is genuine and not collusive or sham. The Proposer has not directly or indirectly induced or solicited any other Proposer to put in a false or sham proposal and has not directly or indirectly colluded, conspired, connived, or agreed with any Proposer or anyone else to put in a sham proposal or to refrain from proposing. The Proposer has not in any manner, directly or indirectly, sought by agreement, communication, or conference with anyone to fix the Proposal prices of the Proposer or any other Proposer, or to fix any overhead, profit, or cost element included in the Proposal, or of that of any other Proposer. All statements contained in the Proposal are true. The Proposer has not, directly or indirectly, submitted its Proposal prices or any breakdown thereof, or the contents thereof, or divulged information or data relative thereto, to any corporation, partnership, company, association, joint venture, limited liability company, organization, bid depository, or any team member, partner, joint venture member, or agent thereof to effectuate a collusive or sham Proposal and has not paid, and will not pay, any person for such purpose.
3. The Proposer will not, directly or indirectly, divulge information or data regarding the price or other terms of its Proposal to any other Proposer or seek to obtain information or data regarding the price or other terms of any other Proposal, until after award of the PDA or rejection of all proposals and cancellation of this RFP.
4. Any person executing this declaration on behalf of a firm that is a corporation, partnership, joint venture, limited liability company, limited liability partnership, or any other entity hereby represents that he or she has full power to execute, and does execute, this declaration on behalf of such firm.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed on _____ [*insert date*] at _____ [*insert City*], _____ [*insert State*]

_____ Name and Title

_____ Signature of authorized representative

Instructions:

Complete this form for the Proposer (executed by the Proposer's authorized representative).

**CERTIFICATION OF COMPLIANCE WITH FEDERAL LOBBYING REQUIREMENTS
(49 CFR PART 20)**

The _____ (Proposer) certifies to the best of its knowledge and belief that:

1. No federally appropriated funds have been paid or will be paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of any agency; a member of Congress, an officer or employee of Congress, an employee of a member of Congress; or any Board member or employee of the City in connection with the awarding of any federal contract; any federally funded contract; or the making of any federal grant, the making of any federal loan, the entering into of any cooperative agreement, or the extension, continuation, renewal, amendment, or modification of any federal contract, federally funded contract grant, loan, or cooperative agreement.
2. If any funds other than federal appropriated funds have been paid or will be paid to any person for making lobbying contacts, or influencing or attempting to influence, an officer or employee of any agency; a member of Congress, an officer or employee of Congress, an employee of a member of Congress; or a Board member or employee of the City in connection with this federally funded contract, grant, loan, or cooperative agreement, the undersigned shall register and comply with all federal disclosure requirements.
3. The undersigned shall require that the language of this certification be included in the solicitation and award documents for all subawards at all tiers including but not limited to subcontracts, subgrants and contracts under grants, loans, and cooperative agreements and that all subrecipients shall certify and disclose accordingly.
4. This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into this transaction imposed by Title 31 USC § 1352 (as amended by the Lobbying Disclosure Act of 1995). Any offeror who fails to file the required certification shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

Executed on _____, 20____, at _____, _____
(Date) (City) (State)

Name

Signature of authorized representative

Title

C.5.11 AD Form K: Certificate of Compliance with 49 CFR Part 655, Prevention of Alcohol Misuse and Prohibited Drug Use in Transit Operations

Instructions:

Complete this form for the Proposer (executed by the Proposer's authorized representative).

CERTIFICATE OF COMPLIANCE WITH 49 CFR PART 655, PREVENTION OF ALCOHOL MISUSE AND PROHIBITED DRUG USE IN TRANSIT OPERATIONS

The Proposer hereby certifies that:

A. Safety Sensitive Functions Requirement

(Choose one of the following alternatives by checking the appropriate box)

1. ☐ To the best of my knowledge and belief the work required under the PDA WILL NOT require the performance of "Safety Sensitive Functions" as defined in 49 CFR Part 655.
- OR
2. ☐ To the best of my knowledge and belief the work required under the PDA WILL require the performance of "Safety Sensitive Functions" as defined in 49 CFR Part 655.

If alternative A.1 was chosen, the Proposer shall proceed directly to Section D.

If alternative A.2 was chosen, the Proposer must complete Section B, Parts 1 and 2, and Section C, prior to proceeding to Section D.

B. Required Drug and Alcohol Programs

1. Anti-Drug Use and Alcohol Misuse Program

(Choose one of the following alternatives by checking the appropriate box)

- a. ☐ The Proposer has established and implemented an anti-drug use and alcohol misuse program meeting the requirements of 49 CFR Part 655.
- OR
- b. ☐ The Proposer will establish and implement an anti-drug use and alcohol misuse program meeting the requirements of 49 CFR Part 655 prior to award of the PDA.

2. Drug and Alcohol Testing Program

(Choose one of the following alternatives by checking the appropriate box)

- a. ☐ The Proposer has established and implemented a drug and alcohol testing program that complies with 49 CFR Part 655.
- OR
- b. ☐ The Proposer will establish and implement a drug and alcohol testing program that will comply with 49 CFR Part 655 prior to award of the PDA.

C. Submittals

If the Proposer checked the box for Section A.2 above, the Proposer understands and acknowledges that it must submit (1) its anti-drug use and alcohol misuse program and (2) its drug and alcohol testing program to the City for review and approval prior to award of the PDA.

Proposer Initials

D. Signatures

Proposer Name: _____

Name and Title of authorized representative: _____

Signature of authorized representative: _____

Date: _____

C.5.12 AD Form L: Iran Contracting Certification

Instructions:

Complete this form for the Proposer (executed by the Proposer's authorized representative) and each Equity Member (executed by their authorized representatives).

IRAN CONTRACTING CERTIFICATION

Section 2200 et seq. of the California Public Contract Code prohibits a person from submitting a bid for a contract with a public entity for goods and services of \$1,000,000 or more if that person is identified on a list created by the Department of General Services (DGS) pursuant to Section 2203(b) of the California Public Contract Code. The list will include persons providing goods or services of \$20m or more in the energy sector of Iran and financial institutions that extend \$20m or more in credit to a person who will use the credit to provide goods or services in the energy sector in Iran. DGS is required to provide notification to each person that it intends to include on the list at least 90 days before adding the person to the list.

In accordance with Section 2204 of the California Public Contract Code, the undersigned hereby certifies that:

1. It is not identified on a list created pursuant to Section 2203(b) of the California Public Contract Code as a person engaging in investment activities in Iran described in Section 2202.5(a), or as a person described in Section 2202.5(b), as applicable; or
2. It is on such a list but has received permission pursuant to Section 2203(c) or (d) to submit a Proposal to develop a proposed transit connection between the San José Mineta International Airport and Diridon Station in Downtown San José.

Note: Providing a false certification may result in civil penalties and sanctions.

Proposer or Equity Member Name: _____

Name and Title of authorized representative: _____

Signature of authorized representative: _____

Date: _____

C.5.13 AD Form M: DBE Affidavit

PROPOSER'S DISADVANTAGED BUSINESS ENTERPRISE PROJECT
GOAL DECLARATION AFFIDAVIT

Date: _____

Name of Proposer: _____

It is understood and agreed by [insert Proposer name] (the “**Proposer**”) that it has carefully examined all documents that form this Request for Proposal (“**RFP**”) and acknowledges that the City of San José (“**City**”) is considering utilizing federal funds for the San José Airport Connector project (“**Project**”) and, if the City is a recipient of such federal funds, the City may be required to establish a Disadvantaged Business Enterprise (“**DBE**”) goal based on the total project value for the Project. This affidavit further serves to confirm that the Proposer will aggressively exercise good faith efforts to the satisfaction of the City to meet any DBE goal and requirements defined in the contract documents, if and when established.

STATE OF _____)

COUNTY OF _____)

Each of the undersigned, being first duly sworn, deposes and says that _____
(Contact Name)

is the _____ of _____ and _____ is the _____
(Title) (Company) (Contact Name) (Title)

of _____, which entity(ies) are the _____
(Company) (Joint Venture/Partnership, Other)

of _____, the entity submitting the Proposal (as defined in the RFP).
(Joint Venture Company)

The Proposer hereby affirms that if the City is required to establish a DBE goal, it will either meet the DBE goals described in the contract documents or exercise and provide demonstrable evidence to the satisfaction of the City that it has aggressively exercised Good Faith Efforts (as defined in 49 CFR Part 26 and 49 CFR Part 26 Appendix A) to do so in accordance with defined program requirements, including contractual and regulatory provisions set forth under Title 49, Code of Federal Regulations (CFR), Part 26, and subsequently published DBE Federal Regulations.

(Signature)

(Signature)

(Name Printed)

(Name Printed)

(Title)

(Title)

Place of residence (i.e. State of California) _____

County of _____

Subscribed and sworn to (or affirmed) before me on this _____ day of _____, 20____, by
_____, proved to me on the basis of satisfactory evidence to be the person(s) who appeared
before me.

Notary Public Signature Notary Public Seal

*[Duplicate or modify this form as necessary so that it accurately describes the entity submitting the Proposal
and so that it is signed on behalf of all partners/members of the proposing firm.]*

C6 Team Member Forms

C.6.1 TM Form A: Development Team Structure

Attach to this form a narrative, no longer than five pages, that clearly and succinctly describes the Proposer's proposed Development Team structure. The narrative must include:

1. The role and responsibilities of the Proposer, each Major Participant, and other named subcontractors, including their relevant qualifications to perform them
2. Highlights of the relevant experience of the Proposer, each Major Participant, and other named subcontractors on the Reference Projects
3. Highlights of any relevant experience of the Proposer, each Major Participant, and other named subcontractors, demonstrating their experience delivering projects as part of a team

C.6.2 TM Form B: Project Delivery Experience: Reference Projects

Instructions:

1. Repeat this form for a minimum of two and a maximum of four comparable projects (or comparable elements of projects) that demonstrate experience and capability fulfilling the evaluation criteria in Section 7.4.1(a)(i), (ii), and (iii) (Development Team and Project Delivery Experience) of this RFP.
2. The Reference Projects listed in this TM Form B may be the same or different Reference Projects to those listed in TM Form D to demonstrate technical experience.
3. In addition to completion of the relevant details within the form in Part 1, use Part 2 to provide a narrative describing in greater detail the Reference Project listed in Part 1. The narrative description should clearly explain how the Reference Project is comparable and relevant in terms of the criteria set out in Section 7.4.1(a)(i), (ii), and (iii) (Development Team and Project Delivery Experience) of this RFP and the comparable project elements listed in the form and should identify lessons learned, innovations incorporated, challenges faced, and strategies used to address those challenges. Each Proposer is reminded that any determination of comparability between a Reference Project and the Project for evaluation purposes will be made by the City at its sole discretion.
4. Each Reference Project listed in this TM Form B should have been awarded within the past 15 years with a total amount financed (or required to be financed) at financial close of at least \$40m (expressed in 2022 dollars using the Cost Index defined in this RFP).
5. At least one Reference Project utilized to demonstrate the evaluation criteria in Section 7.4.1(a)(ii) (Development Team and Project Delivery Experience) of this RFP must be a project where the Proposer's controlling Equity Member made a first-loss at-risk capital contribution into the ultimate special-purpose vehicle/project company of more than 5% and retains or has retained its investment position for more than five years from the project's Substantial Completion.
6. The Reference Project experience listed should be that of the Proposer or an Equity Member (experiences from Affiliates of such entities is acceptable if the Proposer clearly explains in Part 2 how such experience is relevant to the criteria in Section 7.4.1(a)(i), (ii), and (iii) (Development Team and Project Delivery Experience) of this RFP and how the experience of that Affiliate will be utilized to deliver this Project; for example, through shared or seconded personnel.
7. Proposers are requested to verify that contact information for owners is correct and are advised that if the contact information provided is not current, the City may elect to exclude the experience represented in determining the Proposer's experience and qualifications.

Part 1: Reference Project Information

1. Project Summary

Project name	
Project location	
Project delivery method (phased PDA or other comparable delivery method and/or design-build-finance-operate-maintain [DBFOM])	
Proposer or Equity Member, or Affiliate	
Percent and US\$ ownership stake in the Project's special-purpose company (if applicable)	
Start date of contract (distinguish between any predevelopment/preconstruction contract and the implementation/DBFOM agreement, if applicable)	
Current status and % of work complete	
Substantial Completion/estimated date of Substantial Completion	

2. Owner Information

Owner name	
Contact person	
Address	
Phone number	
Email address	

3. Development Team Members Involved in the Reference Project

Equity Member, other Major Participant, or other named subcontractor	Role in Reference Project

4. Comparable Reference Project Components

Comparable project components demonstrated by the Reference Project:

Project Component	Yes	No
Project delivery under a phased PDA or another comparable delivery method that includes:		
Collaborative and iterative project definition with the project owner?	<input type="checkbox"/>	<input type="checkbox"/>
Project definition alongside environmental and other approval workstreams?	<input type="checkbox"/>	<input type="checkbox"/>
Negotiation of a fixed price or revenue risk project implementation proposal?	<input type="checkbox"/>	<input type="checkbox"/>
Management of the competitive bidding of subcontractors and outreach to DBE subcontractors post-contract award?	<input type="checkbox"/>	<input type="checkbox"/>
Achieve financial close using first-loss at-risk capital?	<input type="checkbox"/>	<input type="checkbox"/>
Project delivery under a DBFOM contractual structure?	<input type="checkbox"/>	<input type="checkbox"/>

Part 2: Reference Project Narrative

Attach to this form a brief narrative description (maximum two pages) of the Reference Project, in accordance with the instructions at the start of this form.

C.6.3 TM Form C: Project Understanding

Attach to this form a narrative, no longer than 10 pages, that demonstrates the Proposer's understanding of the Project. The narrative must briefly describe:

1. Risks, challenges, and opportunities of the Project
2. How the Proposer's experience on other projects will be utilized to address the major elements of the Project scope that will require focus and present the greatest risk to successful delivery of the Project.

In each case the Proposer must reference where equivalent risks, challenges or opportunities have been experienced on Reference Projects, including drawing or diagrams for specific examples from the reference projects, and how that has informed the Proposer's understanding of and ability to manage this Project.

C.6.4 TM Form D: Technical Experience: Reference Projects

Instructions:

1. Repeat this form for a minimum of four and a maximum of six comparable Reference Projects (or comparable elements of projects) that demonstrate experience and capability fulfilling the evaluation criteria in Section 7.4.1(b) (Technical Experience) of the RFP.
2. The Reference Projects listed in this TM Form D may be the same or different Reference Projects to those listed in TM Form B to demonstrate project delivery experience.
3. The Reference Projects listed in this TM Form D should be relevant and applicable to the Transit Solution proposed by the Proposer under its Proposal.
4. In addition to completion of the relevant details within the form in Part 1, use Part 2 to provide a narrative describing in greater detail the Reference Project listed in Part 1. The narrative description should clearly explain how the Reference Project is comparable and relevant in terms of the criteria set out in Section 7.4.1(b) (Technical Experience) of this RFP and the Transit Solution proposed by the Proposer and should identify lessons learned, innovations incorporated, challenges faced, and strategies used to address those challenges. Each Proposer is reminded that any determination of comparability between a Reference Project and the Project for evaluation purposes will be made by the City at its sole discretion.
5. Each Reference Project listed in this TM Form D should have been awarded or completed within the past 15 years with a total project cost at the time of award or completion of at least \$40m (expressed in June 30, 2022, dollars using the Cost Index defined in this RFP).
6. The Reference Project experience submitted should be the experience of the Proposer, an Equity Member, or a Major Participant provided that the Reference Projects submitted include at least one Reference Project demonstrating:
 - a. Design and engineering experience relevant to the proposed Transit Solution or Transit Infrastructure
 - b. Construction experience relevant to the proposed Transit Solution or Transit Infrastructure
 - c. Transit vehicle, systems, and technology experience relevant to the proposed Transit Technology
 - d. Transit operation and maintenance experience relevant to the proposed Transit Technology
7. Experience from Affiliates is acceptable if the Proposer clearly explains in Part 2 how such experience is relevant to the criteria in Section 7.4.1(b) (Technical Experience) of the RFP and how the experience of that Affiliate will be utilized to deliver this Project; for example, through shared or seconded personnel.
8. Proposers are requested to verify that contact information for owners is correct and are advised that if the contact information provided is not current, the City may elect to exclude the experience represented in determining the Proposer's experience and qualifications.

Part 1: Reference Project Information

I. Project Summary

Project name	
Project location	
Project delivery method	
Proposer, Major Participant, or Affiliate	
Percent and US\$ ownership stake in the Project's special-purpose company (if applicable)	
Start date of contract under which relevant scope of work was performed	
Current status and % of work complete	
Substantial Completion (scheduled and actual)/estimated date of Substantial Completion	
If the actual Substantial Completion date was later than the scheduled Substantial Completion date, provide a short explanation of the reason for the delay	
Construction cost at financial close (in 2022 dollars using the Cost Index defined in this RFP)	

II. Owner Information

Owner name	
Contact person	
Address	
Phone number	
Email address	

III. Development Team Members Involved in the Reference Project

Proposer, Major Participant, or other named subcontractor	Role in Reference Project

IV. Technical Details

Transit Technology	
Project length (miles)	
Capacity (passengers per hour per direction [PPHPD])	
Grade % (elevated, at-grade, underground)	
Project components (e.g., linear infrastructure, stations, transit vehicle storage, transit vehicle maintenance, over station development, etc.)	

V. Comparable Reference Project Components

Comparable project components demonstrated by the Reference Project:

Project component	Yes	No
Design of transit projects, including guideway, stations, and maintenance facilities, incorporating core construction elements contemplated in the Proposer's Transit Solution.	<input type="checkbox"/>	<input type="checkbox"/>
Construction of transit projects, including guideway, stations, and maintenance facilities, incorporating core construction elements contemplated in the Proposer's Transit Solution.	<input type="checkbox"/>	<input type="checkbox"/>
Supply of vehicles and design and installation of all system elements and subsystems, incorporating power systems, vehicle control systems, and communication systems identified in the Proposer's Transit Solution.	<input type="checkbox"/>	<input type="checkbox"/>
Design and installation of all system elements and subsystems, incorporating power systems, vehicle control systems, and communication systems identified in the Proposer's Transit Solution.	<input type="checkbox"/>	<input type="checkbox"/>
Design and construction with operations planning for a transit solution to achieve performance outcomes consistent with one or more of the performance outcomes articulated in the Technical Requirements or otherwise under the RFP.	<input type="checkbox"/>	<input type="checkbox"/>
Operation of a transit system including service planning and fleet management and provision of consistently high standards of customer service.	<input type="checkbox"/>	<input type="checkbox"/>
Maintenance of a transit system including long-term asset maintenance and renewal.	<input type="checkbox"/>	<input type="checkbox"/>
Design, construction, and operation of transit projects requiring coordination and liaison with multiple stakeholders such as utility owners, employees, adjacent or intersecting contractors, other public agencies and public officials, citizens impacted by the construction, residents, and other affected parties.	<input type="checkbox"/>	<input type="checkbox"/>

Part 2: Reference Project Narrative

Attach to this form a brief narrative description (maximum two pages) of the Reference Project, in accordance with the instructions at the start of this form.

C.6.5 TM Form E: Financial Summary Certification

Complete and submit a separate TM Form E for each of the following Development Team members. Check the appropriate box to indicate applicable Development Team member.

1. Each Equity Member ☐

2. Lead D&C unless the Lead D&C Contractor has only been procured to provide preconstruction services during the PDA phase) ☐

Provide the following summary of financial information for the three most recent completed fiscal years.

	Most Recent Year ^a	Previous Year ^a	Previous Year ^a
Equity Member or Lead D&C Contractor (if applicable)			
Fiscal year			
Role within the Proposer			
Total revenues			
Earnings from operations (EBITDA)			
Interest expense			
Net income			
Current assets			
Cash and cash equivalents			
Other current assets ^b			
Accounts receivable			
Total assets ^b			
Current liabilities			
Accounts payable			
Current portion of long-term debt			
Long-term debt			
Total debt			
Total equity ^c			
Gearing ^d			

Notes:

Information should be derived from audited financial statements where possible. Audited financial statements will prevail over information provided in this table.

^aAmounts must be expressed in thousands (000s) of US\$. Where applicable, entities should indicate the conversion to US\$ using the exchange rate prevailing on the last day of the applicable fiscal year.

^bCurrent assets excluding cash and cash equivalents, accounts receivable, and inventories.

^cExcludes goodwill and intangibles.

^dLong-term debt/total equity.

I hereby certify that the foregoing is complete, true, and correct, and that I, the undersigned, am the chief financial officer, treasurer, or equivalent officer of the entity to which this form relates. The signatory must attach evidence of his/her authority to sign on behalf of the entity.

Name:	Title:	Date:
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C.6.6 TM Form F: Project Finance and Investment Experience

Attach to this form a narrative, no longer than three pages, that clearly and succinctly describes, with reference to experience on the Reference Projects submitted under submittal 1.2 of this Volume 2, details of the Equity Members’:

1. Project finance and investment experience
2. Ability to structure, negotiate, and successfully obtain financing for comparable asset types
3. Experience in delivering and maintaining equity investments in similar design-build-finance-operate-maintain (DBFOM) transportation and/or revenue-risk projects
4. Familiarity with the types of financing structures and instruments potentially available

C.6.7 TM Form G: Investment Track Record

Complete and submit a TM Form G for each Equity Member, as applicable. The projects listed here must at least include those provided by an Equity Member for TM Form B but may include additional projects.

Equity Member in the Developer	1. Projects for which the Equity Member(s) was/were short-listed	2. Projects with proposal submissions or pending proposal submissions	3. Projects for which there were withdrawals from, or other changes in, procurement	4. Projects that reached financial close
[Name of Equity Member #1]	[•] [•]	[•] [•]	[•] [•]	[•] [•]
[Name of Equity Member #2]	[•] [•]	[•] [•]	[•] [•]	[•] [•]

Instructions for completing each numbered column

- For the column labeled “1,” list the projects and the names of their procuring agencies in which the Equity Member, in its capacity as first-loss at-risk capital investor (actual or potential) in a project, were short-listed or otherwise invited to submit a proposal. Each project listed must have the following characteristics: (a) long-term design-build-finance-operate-maintain (DBFOM) model for transportation and/or revenue-risk projects; (b) total design and construction costs similar to those of the Project; and (c) a first-loss at-risk capital contribution (actual or potential) into the ultimate special-purpose vehicle/developer/project company of more than 5% of the total amount financed at financial close by the Equity Member.
- For the column labeled “2,” with respect to the projects listed in the column labeled “1,” (a) list projects that have not yet required final financial proposals to be submitted, and (b) list the projects for which the Equity Member submitted compliant, final technical, and financial proposals.
- For the column labeled “3,” list each project that was included in the column labeled “1” but not included in the column labeled “2.” For each such project, provide (a) the procuring agency and a contact name and phone number, and (b) a brief explanation for why the Equity Member did not submit compliant final technical and/or financial proposals, or for not remaining engaged in the procurement process for that project as a first-loss at-risk capital investor on a team that submitted a compliant final proposal (as applicable). Explanations may be attached in a separate sheet, if necessary.
- For the column labeled “4,” list the projects for which the Equity Member was a first-loss at-risk capital investor (actual) at the time of financial close. Each project listed must have the following characteristics: (a) long-term DBFOM model for transportation and/or revenue-risk projects; (b) have reached financial close within the past 15 years; (c) total design and construction costs similar to those of the Project; and (d) a first-loss at-risk capital contribution into the ultimate special-purpose vehicle/developer/project company of more than 5% by the Equity Member. Highlight any project in this column that reached financial close but was later terminated or cancelled and provide a detailed explanatory footnote for each one.

C7 Technical and Commercial Forms

C.7.1 TS Form A: Summary of Proposed Transit Solution

Attach to this form a narrative, no longer than 20 pages including diagrams, graphics, and/or images, describing the type of Transit Solution proposed for the Project organized to address the following:

1. A concise statement whether the proposed type of Transit Solution is based on a Transit Technology that is either:
 - a. Proprietary to the Proposer's Development Team and meets the criteria for a minimum TRL of 6, or
 - b. Based on a generic non-proprietary technical specification that can be shown to be met by two or more suppliers active in the transit industry and meets the criteria for a minimum TRL of 8
2. A description of the proposed Transit Solution's key technical characteristics, as follows:
 - a. Type of Transit Technology including system operational architecture, vehicles, and components, including the key technical specifications as they relate to the Technical Requirements
 - b. How the proposed Transit Solution is responsive to the challenges, opportunities, and risks of this Project
 - c. How the proposed Transit Solution is responsive to the Project Objectives and Procurement Objectives
 - d. How the proposed Transit Solution is responsive to the Technical Requirements and is capable of delivering improved operational performance relative to the following performance thresholds defined in Appendix C7.5 (TS Form E: Compliance with System Performance Thresholds)
 - i **Threshold 2:** Total travel time (minutes) from ride request at origin station to arrival at destination station: Diridon station to Airport Terminal B stations
 - ii **Threshold 3:** Total travel time (minutes) from ride request at origin station to arrival at destination station: Airport Terminal B stations to Terminal A stations
 - iii **Threshold 5:** Headways (minutes), throughout the span of service on weekdays and weekends/holidays
 - iv **Threshold 6:** Passenger wait time (minutes)
 - e. If Proposer's approach is per item 1.a above, then provide the above content in terms of the technical specifications of the proprietary Transit Technology that the proposed Transit Solution is based on.
 - f. If Proposer's approach is per item 1.b above, then provide the above content in terms of a set of generalized and appropriate technical specifications of the service-proven transit operating systems that the proposed Transit Technology is based on.
3. A description of the proposed concept of operations addressing the following:
 - a. User experience
 - b. Operations model
 - c. Safety and reliability

C.7.2 TS Form B: System Expansion Capability

Attach to this form a narrative, no longer than five pages, that clearly and succinctly describes how the proposed type of Transit Technology facilitates and enhances expansion opportunities in terms of:

1. Technical characteristics that potentially minimize right-of-way and environmental impacts in terms of:
 - a. Guideway alignments in constrained urban environments
 - b. Footprint of the Transit Infrastructure
 - c. Size and spacing of stations
2. Cost-effectiveness of the Transit Solution
3. Compatibility and ease of integration with other transportation modes and with alternative Transit Technologies

C.7.3 TS Form C: Transit Technology Development Plan

Attach to this form a narrative, no longer than 10 pages, that clearly and succinctly describes the approach to develop, test, obtain regulatory permits, and implement an innovative and viable Transit Technology, including each of its Major Subsystems.

*As stated in TS Form D (Technology Maturity), if the proposed Transit Technology is **below** a TRL of 9, including each of its Major Subsystems, the narrative must address:*

1. The proposed approach to develop the Transit Technology during the PDA phase to achieve TRL of 8
2. The anticipated schedule and approach to manage the schedule to achieve TRL of 9 in alignment with the Procurement Objectives, including the proposed approach to address key technical and regulatory challenges affecting the PDA phase schedule
3. Planning for ongoing development after start of revenue service to deliver value-added operational enhancements beyond those defined in Part C of Exhibit 5 (PDA Work Requirements) to Appendix D (Form of PDA)
4. The proposed strategy to mitigate the risk of technology obsolescence

*As stated in TS Form D (Technology Maturity), if the proposed Transit Technology is **at** a TRL of 9, including each of its Major Subsystems, the narrative must address:*

1. Planning for ongoing development after start of revenue service to
2. deliver value-added operational enhancements beyond those defined in Part C of Exhibit 5 (PDA Work Requirements) to Appendix D (Form of PDA)
3. The proposed strategy to mitigate the risk of technology obsolescence

C.7.4 TS Form D: Technology Maturity

Indicate the maturity of the proposed Transit Technology by selecting the appropriate TRL in the form below. The TRL must be stated in terms of the least mature Major Subsystem(s) of the proposed Transit Technology and will be evaluated by the City accordingly. All uses of the word “technology” in this TS Form D refer to the Transit Technology and each of its Major Subsystems.

Key terms are defined as follows:

Laboratory Environment	A fully controlled test environment where a limited number of critical functions are tested. Tests in a Laboratory Environment are solely for the purpose of demonstrating the underlying principles of technical performance (functions), without respect to the impact of environment.
Operational Environment	The environment in which the final Transit Technology will be operated (i.e., real-world conditions, including the user community). In this case it stimulates an urban environment.
Proof of Concept	Analytical and experimental demonstration of hardware/software concepts that may or may not be incorporated into subsequent development and/or operational units.
Full-Scale Prototype	The Full-Scale Prototype demonstrates form, fit, and function of the final product at full scale and operating in its Operational Environment. This permits validation of analytical models capable of predicting the behavior of full-scale systems in an Operational Environment.
Relevant Environment	The specific subset of the Operational Environment that is required to demonstrate final product performance Operational Requirements. It must enable the Full-Scale Prototype to be tested in it. It is an environment that focuses specifically on “stressing” the technology advance in question.
Operational Requirements	The performance requirements in term of speed, reliability, accessibility, and capacity among others, as defined in Part C of Exhibit 5 (PDA Work Requirements) to Appendix D (Form of PDA).

	TRL	Description	To achieve the given TRL, you must answer yes to EVERY question. Discuss any uncertain answers.	Maturity of Proposed Transit Technology
Basic Research	1	Basic principles and research	Do basic scientific principles support the concept? Has the technology development methodology or approach been developed?	<input type="checkbox"/>
	2	Application formulated	Are potential system applications identified? Are system components and the user interface (UI) at least partly described? Do preliminary analyses or experiments confirm that the application might meet the user need?	<input type="checkbox"/>
	3	Proof of Concept	Are system performance metrics established? Is system feasibility fully established? Do experiments or modelling and simulation validate performance predictions of system capability? Does the technology address a need or introduce an innovation in the field of transportation?	<input type="checkbox"/>
Applied Research	4	Components validated in Laboratory Environment	Are end user requirements documented? Does a plausible draft integration plan exist, and is component compatibility demonstrated? Were individual components successfully tested in a Laboratory Environment?	<input type="checkbox"/>
	5	Integrated components demonstrated in a Laboratory Environment	Are external and internal system interfaces documented? Are target and minimum operational requirements developed? Is component integration demonstrated in a Laboratory Environment (i.e., fully controlled setting)?	<input type="checkbox"/>
Development	6*	Prototype demonstrated in Relevant Environment *The minimum threshold level to respond to the RFP	Is the Operational Environment fully known (i.e., user community, physical environment, and input data characteristics as appropriate)? Has the Full-Scale Prototype been tested in a Relevant Environment and been demonstrated to substantially satisfy the Operational Requirements both in optimal conditions and when confronted with realistic problems in that environment? Has the UI been developed and tested in a Relevant Environment to verify its independent operation without an experienced/knowledgeable user?	<input type="checkbox"/>
	7	Prototype demonstrated in Operational Environment	Are available components representative of production components? Is the fully integrated Full-Scale Prototype demonstrated in an Operational Environment? Are all interfaces tested individually under stressed and anomalous conditions?	<input type="checkbox"/>
	8	Technology proven in Operational Environment	Do all system components form, fit, and function compatibly with each other and with the Operational Environment? Is the technology proven in an Operational Environment (i.e., does it meet target performance measures)? Was a rigorous test and evaluation process completed successfully?	<input type="checkbox"/>

	TRL	Description	To achieve the given TRL, you must answer yes to EVERY question. Discuss any uncertain answers.	Maturity of Proposed Transit Technology
			<p>Does the technology meet its stated purpose and functionality as designed?</p> <p>Has the technology received all relevant third-party certifications, as required for deployment in an Operational Environment?</p>	
Implementation	9	Technology refined and adopted	<p>Is the technology deployed in its intended Operational Environment?</p> <p>Is information about the technology disseminated to the user community?</p> <p>Is the technology adopted by the user community?</p>	<input type="checkbox"/>

C.7.5 TS Form E: Compliance with System Performance Thresholds

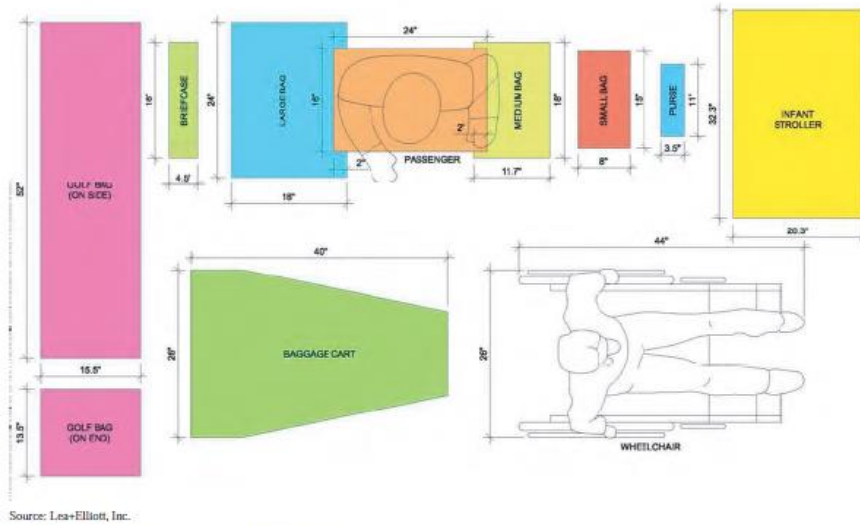
Indicate the proposed Transit Technology's performance value or compliance as appropriate in the form below.

#	Requirement/Metric	Threshold	Transit Technology Performance and Justification ^h
Performance Requirements: System Operations			
1	Complies with applicable design standards, codes, and regulations for public transit and automated people mover systems as it pertains to "Passenger Comfort, Ride Quality" (7.7.3), which include vehicle acceleration and "jerk" limits, maximum sustained acceleration, interior noise levels - <i>see note (a)</i>	Compliant (Y/N)	
2	Total travel time (minutes) from ride request at origin station to arrival at destination station: Diridon station to Airport Terminal B stations- <i>see note (b)</i>	11 min. (maximum)	
3	Total travel time (minutes) from ride request at origin station to arrival at destination station: Airport Terminal B stations to Terminal A stations- <i>see note (c)</i>	6 min. (maximum)	
4	Peak hour line capacity (persons per hour per direction (pphpd)) – Diridon to Airport Terminal B and between Terminals A and B - <i>see note (i)</i>	1,500 pphpd (minimum)	
5	Peak hour line capacity, (persons per hour per direction (pphpd)) – Diridon to Stevens Creek Blvd segment (with system expansion) - <i>see note (j)</i>	4,500 pphpd (minimum)	
6	Passenger wait time (minutes) , throughout the span of service on weekdays and weekends/holidays – <i>see note (d)</i>	5 min. (maximum)	
Performance Requirements: User Experience			
7	All stations shall be ADA compliant and provide level boarding – <i>see note (e)</i>	Compliant (Y/N)	
8	All vehicle interiors shall comply with ADA accessibility requirements and accommodate at least one wheelchair – <i>see note (f)</i>	Compliant (Y/N)	
9	Number of seated adult riders per vehicle– excluding wheelchairs – <i>see note (g)</i>	4 passengers (minimum)	
10	Users must be able to use the service without a smartphone app	Compliant (Y/N)	

Notes:

- a. For the purposes of responding to this TS Form E only, the applicable design standards are:
 - i. Automated People Mover Standards, ANSI/ASCE/T&DI 21-21
 - ii. Standard for Fixed Guideway Transit and Passenger Rail Systems, NFPA 130
 - iii. Americans with Disabilities Act (ADA) Standards for Transportation Facilities, US Department of Transportation as well as all applicable regulations and guidelines
- b. Assume an alignment distance from Diridon to Airport Terminal B stations of 3.0 miles. Travel time includes average passenger wait time, dwell time at stations, and in-vehicle time.
- c. Assume an alignment distance from Airport Terminal B to Terminal A stations of 1.0 miles. Travel time includes average passenger wait time, dwell time at stations, and in-vehicle time.
- d. Measurement of the time from when the passenger requests a ride or arrives at the station (whichever is earlier) until they board the vehicle.

- e. FTA Circular 4710.1 – Americans with Disabilities Act Guidance – with level boarding, the platform height is coordinated with the height of the vehicle floor and gaps are minimized, ideally allowing persons who use wheelchairs to board independently. 38.95(c) and 38.125(c)” (§ 37.42(f)).
- f. Code of Federal Regulations, Part 37 – Transportation Services for Individuals with Disabilities (ADA)
- g. Guidebook for Planning and Implementing Automated People Mover Systems at Airports (Airport Cooperative Research Program (ACRP) Report 37, 2010) provides passenger space allocations. Each vehicle must be able to accommodate at least one wheelchair. Wheelchair, baggage carts (for travel between terminals) and luggage, can vary in size.



Source: Lea+Elliott, Inc.

Figure 8.4.2-1. Passenger space allocations.

- h. Attach additional pages to provide documentary justification how the proposed Transit Technology meets the threshold.
- i. For Airport Connector peak hour line capacity:
 - i. 1,500 pphpd minimum
 - ii. 1,000 pphpd seating minimum. For standees, must assume minimum of 5.4 sq ft/standee pax, excluding seating areas (4.5 sq ft/seat, per ASCE 21-21)
 - iii. If assuming standees, must meet ASCE 21-21 standards for passenger comfort for vehicles with standees and describe comfort level and accommodations for standing passengers
- j. For system expansion peak hour line capacity:
 - i. 4,500 pphpd minimum
 - ii. 1,800 pphpd seating minimum. For standees, must assume minimum of 4.3 sq ft/standee pax, excluding seating areas (4.5 sq ft/seat, per ASCE 21-21)
 - iii. If assuming standees, must meet ASCE 21-21 standards for passenger comfort for vehicles with standees and describe comfort level and accommodations for standing passengers

C.7.6 TS Form F: Approach to Staffing and Resourcing

Attach to this form a narrative, no longer than three pages, that clearly and succinctly describes the proposed approach to staffing and resourcing for PDA Phase 1. The narrative should include a thoughtful and thorough description of:

1. How the Proposer’s team and organization structure will ensure that the scope of work under PDA Phase 1 will be completed successfully within the anticipated schedule
2. The Proposer’s capability to provide continuity through all PDA phases
3. How the Proposer’s and Major Participant’s experience on staffing and resourcing the Reference Projects has led to lessons learned and practices that will be implemented to ensure a successful delivery of this Project.

C.7.7 TS Form G: PDA Phase 1 Management Plan

Attach to this form a narrative, no longer than 10 pages, that clearly and succinctly outlines the approach and work plan to perform the work for PDA Phase 1. The narrative should include a thoughtful and thorough description of:

1. The partnering and collaboration strategy, including proposed interfaces and relationships with the City and proposed approach to resolving issues
2. The approach to Preparing and delivering a Business Case (including an economic cost-benefit analysis) and Feasibility Validation Report that complies with the requirements of the PDA, including the PDA Phase 1 schedule
3. The process to develop the Project's PDA Phase 1 concept design and technical studies to inform the Business Case, including development of cost estimates, traffic and revenue projections, and incorporating the Transit Technology into a Transit Solution that is tailored for the Project and meets the Project Objectives, Procurement Objectives, and Technical Requirements
4. The process to identify the optimal environmental review and approval strategy for the Project during the PDA phase

C.7.8 TS Form H: Approach to Risk Management

Attach to this form a narrative, no longer than five pages, that clearly and succinctly describes the proposed approach to risk management during the PDA phase. The narrative should include a thoughtful and thorough description of:

1. The approach to identify, analyze, eliminate, minimize, and/or mitigate risk to the City and the Project and to appropriately allocate residual risks (between the Developer and the City) during the PDA phase
2. How the Proposer previously used the proposed approach effectively and how lessons learned have informed the proposed approach to risk management
3. An example risk tracking or management table (this is not required to be Project-specific) in 11 x 17 format

C.7.9 TS Form I: Approach to Subcontracting

Attach to this form a narrative, no longer than three pages, that clearly and succinctly describes the proposed approach to engagement and management of subcontracting for the Project. The narrative should include a thoughtful and thorough description of:

1. How the Proposer will procure competitive pricing from qualified subcontractors for the work under the Implementation Phase in accordance with the PDA and Applicable Law;
2. The Proposer's plans for the structure and timing of competitive procurement and related selection and pricing processes within the PDA phase as the Project's development progresses to the Implementation Phase
3. The Proposer's expectations and proposal with respect to reporting to and reviews and approvals by the City for competitive procurement of qualified subcontractors
4. The Proposer's plans for incorporating into the competitive procurement process requirements for DBE service providers, suppliers, etc. as may be applicable

C.7.10 TS Form J: Approach to Community and Environment

Attach to this form a narrative, no longer than 10 pages, that clearly and succinctly describes the proposed approach for community engagement and stakeholder communication, as well as environmental issues, during PDA Phase 1. The narrative should include a thoughtful and thorough description of:

1. The relevant stakeholders and the Proposer's approach to work with stakeholders to achieve the Project Objectives
2. How the Proposer intends to develop the Project and formulate solutions so that public input and recommendations are incorporated to the appropriate extent to achieve buy-in and consensus
3. How equity and inclusivity will be incorporated to facilitate access and involvement from those affected, particularly from communities historically underrepresented in the public process
4. How the Proposer intends to develop the Project to consider and incorporate environmental issues

C.7.11 TS Form K: Commercial Concept

1. Narrative

Attach to this form a narrative, describing the core elements of the Proposer's concept-level commercial structure for the Project. The narrative must address the Project Objectives and Procurement Objectives, including the expected revenue risk design-build-finance-operate-maintain (DBFOM) delivery of the Project.

The narrative must explain clearly and succinctly the proposed commercial structure, including but not limited to a thoughtful and thorough description or explanation of the following (a to h):

a. ProCo and subsidiaries

The Project Company (ProCo), its anticipated capital structure and governance structure, and any anticipated subsidiaries of the ProCo and the anticipated commercial and contractual relationships among the subsidiaries, and between each of the subsidiaries and the ProCo.

b. Risk allocation and procurement objectives

How the proposed commercial structure preserves the City's desired risk allocation and Project Objectives and Procurement Objectives both during construction and after completion during the operational phase.

c. Non-City risks

Plan for the management and mitigation of all risks assigned to the ProCo — and subsidiaries if that is the case — (i.e., the “non-City risks”), including expected security documents to be entered into with Major Participants and other subcontractors, members of the ProCo, and/or ProCo's subsidiaries, guarantors, and lenders.

d. Development of credible estimates

Proposer's approach to pricing the work under the Implementation Phase in an open and transparent cost estimating environment and so as to develop credible estimates for the design, construction, operations, and maintenance costs, including discussion of construction pricing and O&M pricing, and the means, methods, and other key assumptions used to derive pricing.

e. Construction financing

How the ProCo intends to finance the development of the Transit Technology to achieve TRL 9, if applicable, and construction of the Project, including expected capital structure (debt/equity gearing ratio), any construction or standby facilities available, and how the security package for the construction lenders will be structured.

f. Long-term financing

How the ProCo intends to implement the long-term financing consistent with a revenue risk delivery model, including public and private sources of financing. This includes expected capital structure (debt/equity gearing ratio), the potential risks and how they will be managed/mitigated, the potential pool of lenders, potential subordinated debt lenders, envisioned capital markets debt issuance, and internally generated funds and how the security package for the long-term lenders will be structured.

g. ProCo Equity

The pool of equity investors in the ProCo, as well as in any of the ProCo's subsidiaries, as the case may be, along with their credit status and the amounts of funds and the timing of investment of these funds for each one of them in the ProCo and/or ProCo's subsidiary.

h. External Equity

For any equity or quasi-equity finance to be raised from external sources, identify the intended sources.

2. Graphical Representation

Attach to this form a graphical representation of the proposed commercial structure, including all contractual relationships of the ProCo and the streams of funds.

C8 Financial Forms

C.8.1 FS Form A: PDA Cost Cap for PDA Phase 1

Please complete the following form specifying the Proposer's PDA Cost Cap for PDA Phase 1.

PDA Cost Cap for PDA Phase 1	
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Notes:

1. The PDA Cost Cap reported in this form shall be the maximum amount of Allowed Costs (as defined in Appendix D (Form of PDA) that the Preferred Proposer will be reimbursed by the City following any expiry or termination for convenience of the PDA during PDA Phase 1.

Proposer Name: _____

Signed: _____

Printed Name: _____

Title: _____

Date: _____

C.8.2 FS Form B: PDA Cost Cap (Design) for Phase 2

Please complete the following form specifying the Proposer's PDA Cost Cap (Design) for Phase 2.

PDA Cost Cap (Design) for Phase 2	
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Notes:

1. The PDA Cost Cap (Design) reported in this form shall be the maximum amount of documented costs for design and engineering Work that the Preferred Proposer will be reimbursed by the City following any expiry or termination for convenience of the PDA during PDA Phase 2.
2. The PDA Cost Cap (Design) for Phase 2 reported in this form is to be based on the following:
 - a. Proposed Transit Solution, considering the proposed Technology Readiness Level of the Transit Technology and the Transit Infrastructure, including their preliminary alignment;
 - b. Since the City is conducting an at-risk PDA procurement, the PDA Phase 2 Cost Cap is intended to compensate the Developer exclusively for its documented costs for design and engineering Work;
 - c. Solely for the purpose of submitting its Proposal, Proposer must assume that the cost of the environmental consultants that will be developing the EIR for CEQA and the EIS for NEPA (the latter in case the project is federalized) are not part of the PDA Cost Cap (Design) for Phase 2;
 - d. The City will own all the work products (deliverables) produced during the Phase 2 of the PDA up until the moment there is a termination event that triggers a termination payment;
 - e. Costs of work associated with system expansion (Exhibit 5 to the PDA – Section 4.5(h)) are not part of the PDA Cost Cap (Design) for Phase 2.
3. Other Project development costs such as the Developer's own internal costs (e.g., staff and time) and external costs (e.g., legal advisors' costs, financial advisors and financing arranging costs, outreach and engagement work, and advisors' costs) can only be recovered by the Developer at financial close. This includes any costs of conducting procurement processes in case that the Developer intends to conduct competitive bidding to select the DB Contractor and/or the O&M Service Provider and/or other service providers or suppliers.

Proposer Name: _____

Signed: _____

Printed Name: _____

Title: _____

Date: _____

C9 Other Forms

C.9.1 OF Form A: RFP Comment Form

SAN JOSÉ AIRPORT CONNECTOR PROJECT: RFP COMMENT

Instructions: Please submit all RFP Comments in the form below, including requests for clarification and requests to correct errors, and upload to the Procurement Portal. For each RFP Comment, please provide the following: (a) sequential numbering; (b) whether question contains confidential or proprietary information (cite applicable law exempting the information from disclosure); (c) a corresponding category level (see immediately below for descriptions of category levels); (d) the relevant document and section reference (e.g., RFP Section 2.2) (or indicate that your question is general in nature); and (e) a concise description of the issue or question. The categories are as follows:

1. “Category 1” means a potential “go/no-go” issue.
2. “Category 2” means a major issue that, if not resolved in an acceptable fashion, will significantly affect the City’s value for money.
3. “Category 3” means an issue that may affect value for money, or another material issue, but is not at the level of a Category 1 or Category 2 issue.
4. “Category 4” means an issue that is minor in nature, a clarification, or a comment concerning a conflict between documents or within a document, etc.

No.	Confidential (Yes, applicable exemption)	Category Level (1, 2, 3, or 4)*	Document/Section Reference	Issue/Question and Proposed Solution/Revision	Subject

[Add additional rows as necessary.]

- (*)1. “Category 1” means a potential “go/no-go” issue.
2. “Category 2” means a major issue that, if not resolved in an acceptable fashion, will significantly affect the City’s value for money.
3. “Category 3” means an issue that may affect value for money, or another material issue, but is not at the level of a Category 1 or Category 2 issue.
4. “Category 4” means an issue that is minor in nature, a clarification, or a comment concerning a conflict between documents or within a document, etc.

Appendix D – Form of PDA

Appendix E – List of Reference Documents

The following Reference Documents are provided on a non-reliance basis via the Procurement Portal.

1. Parcel Information
2. Private and Public Right-of-Way
3. Caltrain and Future HSR Right-of-Way
4. Major Development Projects
5. Capital Improvement Projects
6. Airport Information
7. Utility Information
8. Flood Zones
9. Future BART Extension to San José Alignment (to be provided as Addenda)
10. City-Charter Parkland Information (to be provided as Addenda)
11. Existing VTA Light Rail Tunnel Right-of-Way Footprint
12. Existing and Future Diridon Station Layout Plans: Current and with Future HSR
13. Future Diridon Integrated Station Footprint and Phasing

Appendix F – City Contracting Requirements

F1 City Business Tax

The Preferred Proposer(s) will need to comply with the San José Municipal Code Chapter 4.76 with respect to payment of the City Business Tax before commencing any work on the Project.

Contact Finance/Revenue Management at (408) 535-7055 to determine the applicable tax rate(s).

F2 Qualification and Licensing Requirements

A contractor or subcontractor (as defined by California Labor Code section 1722.1) will not be qualified to bid on or be listed in a Proposal, subject to the requirements of California Public Contract Code section 4104, or engage in the performance of any public work contract, unless the contractor or subcontractor is currently registered and qualified to perform public work pursuant to California Labor Code section 1725.5.

At the time of its Proposal submission and at City's request following Proposal submission, including upon or prior to issuance of a Notice of Preferred Proposer(s), the Proposer must provide to the City evidence reasonably acceptable to the City:

1. Of compliance with the requirements under Applicable Law under Section F2
2. That the Proposer or each member, as applicable, is qualified to do business in California
3. That the Proposer, or the applicable member(s) of the Development Team as required under Applicable Law, has a California State Contractor's License Classification A

Proposers must not list a contractor or subcontractor (as defined by California Labor Code section 1777.1[g]) in the Proposal if that contractor or subcontractor is ineligible to bid or work on, or be awarded, a public works project pursuant to California Labor Code section 1777.1.

F3 Performance and Payment Bonds for Early Works and the Implementation Phase

The Developer will be required to deliver to the City, upon commencement of the Early Works or the Implementation Phase, performance and payment bonds in form acceptable to the City in the full amount of the construction value to guarantee the faithful performance and payments. Bonds shall be maintained for each construction package until the package has been completed and the City consents to the release of bonds. Bonds shall be executed by a surety possessing a valid certificate of authority issued by the California Department of Insurance and shall name the City of San José as beneficiary.

It is therefore anticipated that the bonding requirements will vary throughout the duration of the Implementation Agreement and any early works agreements as construction amounts are agreed upon and construction commences and completes.

The City reserves the right to negotiate the bonding level requirements for the performance bond only. The City will also consider other guarantees (bank letter of credit, or other guarantees) in lieu of the performance bond requirements. Consistent with California Civil Code Section 9550-9566, the City is prohibited from accepting a letter of credit or other guarantees in lieu of a payment bond; a payment bond is required.

F4 Project Labor Agreement

Proposers are to be aware that the City and Santa Clara and San Benito Counties Building and Construction Trades Council have entered into a Project Labor Agreement (“PLA”), dated March 28, 2019. The Developer will be required to sign an “Agreement to be Bound” to the PLA, in a form substantially similar to that in Addendum A to the PLA, upon execution of the Implementation Agreement or any early works agreement for a construction package and to comply with the PLA throughout the duration of the Project (see Exhibit F or visit the City of San José Public Works Department Project Labor Agreement website at <https://www.sanjoseca.gov/your-government/departments-offices/public-works/labor-compliance/project-labor-agreements>).

F5 Prevailing Wage

Attention is called to the fact that the State of California wage requirements apply to construction work for the entire Project. Not less than the General Prevailing Rate of Per Diem Wages must be paid for all construction work. Copies of the Prevailing Rate of Per Diem Wages are on file with City’s Office of the City Clerk or City’s Office of Equality Assurance and can be obtained from those offices. All questions regarding prevailing wage should be directed to the City’s Office of Equality Assurance at (408) 535-8430. The successful Proposer agrees to comply with all of the applicable provisions of Sections 1777.5 and 1777.6 of the Labor Code, which sections are hereby specifically referred to, incorporated herein by reference and made a part hereof as though set forth at length herein.

F6 Airport Specific Procurement Provisions

The following provisions are unique to airport procurements. For purposes of this provision only, the following words have the following meaning: (1) “applicant,” “offeror,” and “bidder” mean “Proposer”; (2) “bid” and “offer” mean “Proposal”; (3) “Design-Build Entity consultant” means “Project Company”; (4) “subconsultant” means “Lead D&C Contractor”; and (5) “owner” and “sponsor” mean “City.”

F.6.1 Title VI Solicitation Notice

The City, in accordance with the provisions of Title VI of the Civil Rights Act of 1964 (78 Stat. 252, 42 USC §§ 2000d to 2000d-4) and the Regulations, hereby notifies all Proposers that it will affirmatively ensure that any agreement entered into pursuant to this procurement, disadvantaged business enterprises will be afforded full and fair opportunity to submit proposals in response to this invitation and will not be discriminated against on the grounds of race, color, or national origin in consideration for an award.

F.6.2 Federal Fair Labor Standards Act

All agreements and subagreements that result from this procurement will incorporate by reference the provisions of 29 CFR part 201, the Federal Fair Labor Standards Act (FLSA), with the same force and effect as if given in full text. The FLSA sets minimum wage, overtime pay, recordkeeping, and child labor standards for full- and part-time workers.

The successful Proposer will have full responsibility to monitor compliance to the referenced statute or regulation. The successful Proposer will have to address any claims or disputes that arise from this requirement directly with the U.S. Department of Labor, Wage and Hour Division.

F.6.3 Occupational Safety and Health Act Of 1970

All agreements and subcontracts that result from this procurement will incorporate by reference the requirements of 29 CFR Part 1910 with the same force and effect as if given in full text. The employer must provide a work environment that is free from recognized hazards that may cause death or serious physical harm to the employee. The employer retains full responsibility to monitor its compliance and its Design-Build Entity's compliance with the applicable requirements of the Occupational Safety and Health Act of 1970 (20 CFR Part 1910). The employer must address any claims or disputes that pertain to a referenced requirement directly with the U.S. Department of Labor, Occupational Safety and Health Administration.

F.6.4 FAA Advisory Circulars

The Proposer must perform services in compliance and in conformance with all applicable and appropriate FAA Advisory Circulars (ACs). This includes, but is not limited to, FAA AC 150/5370-10 "Standards for Specifying Construction of Airports."

Appendix G– Stakeholder Letters

The following stakeholder letters are provided on a non-reliance basis via the Procurement Portal.